The second meeting of the Eclipse Board was held from 9:00 AM to 3:30PM (EST time) on Wednesday, March 6, 2002. The meeting was hosted by TogetherSoft at their Raleigh, North Carolina, U.S.A. facility.

The following are the minutes of this meeting.

Stewards in Attendance

Bernstein, Dave Rational Dodge, Dan QNX Nackman, Lee IBM

Olson, Todd TogetherSoft
Pease, Dave (1) MERANT
Stahl, Earl WebGain
Thornhill, Simon Borland
Tiemann, Michael Red Hat

Yates, Malcolm SuSE Delegate for Juergen Geck of SuSE

Meeting Agenda:

1) Steward Introductions;

2) Business & Organizational;

Selection of Steward for MERANT

Adoption of Eclipse Vision and Objectives:

Membership Application Process

Membership Selection Criteria

Size of Eclipse Board

Eclipse Business Model

Selection of new Eclipse Member Organizations

Selection of new voting members of the Eclipse Board (Stewards)

3) Project Section

Approval of Platform / Project PMC 2.0 Plans

Approval of Tool PMC March plans

Approval of Eclipse Technologies PMC Charter

PMC technical team meetings

4) Presentation by Michael Tiemann (Steward of Red Hat); and

"Key Success Factors For Open Source Development (and Developers)"

(This presentation is available at www.eclipse.org.)

5) Marketing Section.

Discussion of Eclipse Brand Identity

Discussion of Commercial Enablement Via The Web

mar2002.doc 9/19/02 6:45 PM Page 1 of 5

¹ Dave Pease was nominated and joined the Eclipse Board as MERANT's Steward at this Eclipse Board Meeting

Business & Organizational

Adoption of change to Eclipse By-laws

The Stewards voted unanimously to synchronize the Eclipse Membership Agreement and the Bylaws Attachment to amend the Bylaws Section 2.1 so that the Steward Nomination Process is to require a 2/3 vote of all existing Stewards for the election of a Steward to the Eclipse Board. Section 2.1 of the Bylaws is replaced with the following:

Stewards are nominated by the Members in accordance with the Membership Agreement and shall be approved for admission to the Board by a 2/3 majority of the existing Stewards. Each Member shall be represented by one (1) Steward as defined in the Membership Agreement.

Stewards shall serve for a term of two (2) years. At the end of this term, the individual may be nominated again or the Member may nominate a new individual.

The Eclipse Membership Agreement and By-laws are available at www.eclipse.org

Selection of Steward for MERANT

Dave Pease was unanimously approved by the Stewards as MERANT's Steward and voting member of the Eclipse Board:

Adoption of Eclipse Charter, Vision, and Objectives:

The Stewards voted to approve the organizational charter, vision and objectives as specified below.

- Eclipse Charter
 - Create an open extensible platform for tool integration
 - Design, Develop, Deliver & Support the technology via a community of developers, users, and tool providers that operate under an open source model
 - Establish an Eclipse Board of Stewards to organize, manage, and administer the policies and procedures of Eclipse.
 - Provide the technology so commercial offerings can be designed, built and delivered to the market by tool providers
- Eclipse Vision
 - Create an open extensible platform for tool integration ("Code Base")
 - Built by an open community of tool providers
 - Operating under an open source model
 - With a Common Public License that grants:
 - **§** -Royalty free source code
 - **§** -World wide re-distribution rights
- Eclipse Objectives
 - Create and nurture an Eclipse community
 - •Eclipse Platform is widely adopted for its robustness, stability, reliability, multi platform support and integration / extensibility model
 - Eclipse Tools are widely adopted for their multi language / multi platform support and complete tool chain implementations.
 - Foster advanced technology incubators in the research, academic, educational, & community areas.

- Provide technology so tool providers can create and deliver Eclipse based commercial offerings
- ■Engage in activities to promote Eclipse legitimacy and ubiquity
- -Eclipse is viewed in each of its markets as the premiere platform for tool development

Membership Application Process

The Stewards discussed a change to the membership application process to include Eclipse Board initiated new members.

A proposal will be submitted to the Stewards by the Chairperson and Executive Committee. No vote was taken by the Stewards pending this proposal.

The Board directed the Chairperson to arrange the agenda of the next Board meeting to have the vote for new Member Companies at the beginning of the Board Meeting and to invite the Steward Applicants to present their application information to the Board in person or by phone.

Membership Selection Criteria

The Stewards approved a change in the Eclipse Board Membership Selection Criteria. The original Membership Selection Criteria included a commitment from the Member Company to: 1) use the Eclipse Platform internally; 2) commit to build commercial offerings using the Eclipse Technology; 3) agree to contribute to and publicly support Eclipse; and 4) sign Eclipse Membership Agreement.

The new Membership Selection Criteria are modified to include a commitment from the Member Company to, "publicly announce the intent of the Member Company to build commercial offerings based upon Eclipse." The following is the new Membership Selection Criteria where the Member Company agrees to: 1) use the Eclipse Platform internally; 2) publicly announce the intent of the Member Company to build commercial offerings based upon Eclipse; 3) contribute to and publicly support Eclipse; and 4) sign Eclipse Membership Agreement. If the Eclipse Member Company does not provide a commercial offering within 12 months of election of the Member Company to the Ellipse Board, the Stewards directed the Chairperson to bring this to the attention of the Eclipse Board.

Size of Eclipse Board

The Stewards voted to define the size of the Eclipse Board to be self-regulating, with no pre defined maximums or limits. The Eclipse Board decided to evaluate new member applications based upon the new Eclipse Membership Selection Criteria; and to evaluate each new membership application upon a case by case basis.

Eclipse Business Model

The Stewards voted to reaffirm the current Eclipse Business Model, which is based upon voluntary contributions, no assessment of fees or obligations, and prohibits Eclipse.org from creating commercial, for-profit offerings. The Stewards voted to evolve the Eclipse business model concurrent with the evolution of the Eclipse "Legal Entity Creation" model. The Stewards agreed to create a term sheet by the end of 2002 and will include the legal, business and organizational terms and conditions.

mar2002.doc 9/19/02 6:45 PM Page 3 of 5

Selection of new Eclipse Member Organizations

The following organizations were approved for membership in the eclipse Board: Fujitsu Limited, Serena Software, Inc. and Sybase, Inc.. The Stewards voted unanimously to invite Sun and BEA to join the Eclipse Board. The list of Eclipse Member Organizations is provided at www.eclipse.org.

Selection of new voting members of the Eclipse Board (Stewards)

The following individuals were approved as Stewards and voting members of Eclipse Board:

Member OrganizationStewardFujitsu LimitedRonald AlepinSerena Software, Inc.Boris KapitanskiSybase, Inc.Karl Reti

The list of Eclipse Stewards is provided at www.eclipse.org

Project Section:

Approval of Platform / Project PMC 2.0 Plans

The Stewards voted approval for the Eclipse Project / Platform 2.0 plans and directions. Details of this plan are provided at www.eclipse.org.

Major themes for Eclipse Platform 3.0

The process for defining the major themes for version 3.0 of Eclipse Platform was discussed. Dave Thomson reported that there were many efforts to bring the requirements for Eclipse 3.0 into focus. These included Birds of the Feather sessions at trade shows, individual technical planning sessions with Member Companies, community involvement through the newsgroups and the PMC process. The Board and the Platform PMC agreed to have a technical planning session with each Steward nominating a senior technical person to meet with the Platform PMC Leader and review and make recommendations for the major themes of the Version 3.0 of the Eclipse Platform. The goal is to have 2 or 3 major themes for prioritizing the contributions and plans for Eclipse 3.0. Dave Thomson will be responsible for this work item. No Steward vote was taken.

Approval of Tool PMC March plans

The Stewards voted approval of the Tools PMC plan to proceed in the following areas

- --- Server Tooling
- --- XML Schema model
- --- **GEF**

Details of this plan are provided at www.eclipse.org

The Stewards agreed to the proposal by John Duimovich (PMC Lead) to host a technical C/C++ architecture and planning synchronization meeting of lead technical representative for the interested Member Companies. (Borland, IBM, SuSE, Red Hat, Rational, QNX, TogetherSoft). Each Steward from the interested Member Companies agreed to designate and invite a senior

mar2002.doc 9/19/02 6:45 PM Page 4 of 5

technical representative to attend the meeting. The objectives of the meeting would be to review the current plan and technology, and to define an architecture and plan which will address the C/C++ needs of the interested Member Companies. The proposed plan would not have to preserve the current design, code, or work. Each interested Member Company will decide the level of resource commitment they want to make to help build the C/C++ plan. This commitment will be clearly defined as part of Steward's review. The goal is to have a committed plan by end of March and demonstrable code by the June 5, 2002 Board meeting.

Approval of Eclipse Technologies PMC Charter

The Stewards voted to approve the Eclipse Technologies PMC Charter. Details of this plan are provided at www.eclipse.org

PMC technical team meetings

The Platform PMC and Tool PMC leaders suggested that one way to foster community participation was to get the interested technical team from the member organizations together with the PMC leads, Dave Thomson and John Duimovich for an exchange of technical information, ideas and plans. Dave Thomson and John Duimovich will lead this effort. No Steward vote was taken.

Technical Discussion: Integration and interoperability clarification.

A Critical Success Factor expressed by the Stewards concerned Integration and interoperability. The Board directed the Chairperson and PMC Leaders to explore the install process, the possibility of style guides, best practices documentation, and the use of the eclipse.org web site to specify an integration matrix of supported API's for participating products and plug-ins. This plan is to be developed and communicated to the Stewards. The presentations for the members and analysts are to be updated to reflect this need for integration and the need to clearly articulate the integration capabilities. No Steward vote was taken.

Marketing Section

Discussion of Eclipse Brand Identity

The Stewards directed the Chairperson, the Executive Committee, and the Eclipse Marketing Sub-Committee to develop a set of recommendations for the brand and promotional issues associated with Eclipse. This plan is to be presented to the Eclipse Board at the June, 2002 Meeting.

Discussion of Commercial Enablement Via The Web

The Stewards directed the Chairperson, the Executive Committee, and the Eclipse Marketing Sub-Committee to develop a set of recommendations to use the web to promote the use of Eclipse in commercial offerings. This plan is to be presented to the Eclipse Board at the June, 2002 Meeting.

Adjournment:

The meeting ended at 15:15 Eastern Standard Time.

mar2002.doc 9/19/02 6:45 PM Page 5 of 5