

TMF GENERAL ASSEMBLY 20th of June 2022. MINUTES

Details

- Time: June 20th, 2022 - 17:00 CET
- Location: Zuiderhavenweg 6, 4004 JJ Tiel, The Netherlands
- Voting by
 - Signed .pdf file (Pre-assembly voting)
 - LITA.com Platform for investors of crowdfunding (Pre-assembly voting)
 - In person during the GA

0. Welcome

Lukas welcomed all the members of the GA.

1. Overview of the current members and the voting members

The current members of TMF:

TMF members	Chamber	Year of registration
1. Partago cv	A	2018
2. Som Mobilitat	A	2018
3. Courant d'Air	A	2018
4. HET	A	2018
5. Lochem	A	2018
6. Cooperatieauto	A	2018
7. UrStrom	A	2018
8. Energiegewinner	A	2018
9. Alternacoop	A	2019
10. Conecta Movel	A	2019
11. NCE	A	2020
12. CoopStroom	A	2020
13. VGA	A	2021
14. eKiwi	A	2021
15. Vianova	A	2021
16. EPV	A	2021
17. REScoop.eu	B	2018
Investor members: 95 investors	B	2021

Lukas Reichel explains the voting system for the GA: pre-voting for A-members, pre-voting through LITA platform (B-members), and in-person for all attendees. No online voting is possible.

In the General Assembly 5 A-members are present, and 2 B-members. 4 other A-members and 27 B-Members have voted in advance or delegated their vote by Mandate. A total of 56% of the A-Members participate in the voting at the General Assembly, and for the B-Members the participation is 30%.

2. Election of the chairman of the meeting (vote):

Members vote on whether Jeroen Pool will be the chairman of the meeting.

Votes are

- ✓ A-member: 8 in favor, 1 abstains.
- ✓ B-members: 29 in favor.

Result: approved.

3. Approval of the election officer (vote):

Members vote on whether Tim Alenus will be the election officer of the meeting.

Votes are

- ✓ A-member: 9 in favor.
- ✓ B-members: 29 in favor.

Result: approved.

4. Approval of the agenda of the GA (vote):

Jeroen Pool asks all members to approve the agenda for the GA.

Votes are

- ✓ A-member: 9 in favor.
- ✓ B-members: 29 in favor.

Result: approved.

5. Acceptance of the Meeting Notes from our GA on the 7th of June 2021 (vote)

Members vote to accept the meeting notes from the GA 2021.

Votes are

- ✓ A-member: 9 in favor.
- ✓ B-members: 29 in favor.

Result: approved.

6. Yearly report & accounts 2021

Lukas Reichel explains the TMF yearly report and the account for 2021.

- TMF needs more sources of funding. Lukas Reichel explains that although Crowdfunding was a success, TMF still needs other financial sources.

- Approaching energy cooperatives. Lukas Reichel comments that it has not really been completed. It has to be considered that the demand is not very high.

Partago is making some progress by collaborating with energy communities by impulsing the CEDAN (cooperative electric car sharing network) network.

- Community app for VGA: it enables users to create an account, upload and verify driving licenses, pay an annual fee, define a group to share their own car, invite people, etc. Moreover, it is possible to do the same product for other members easily.

- The Community app has been developed and is a great success: VGA is now on TMF's Platform with its users. Around 3,5k members of VGA use The Community app tool.

- Charging integration: there are still too many open questions to move further any development in this field

- TMF has a beautiful new logo and a new website. Congrats to the team. Jan de Kock suggests having the TMF web translated to all languages we have in the TMF community.

- TMF opens a hiring process. It is still open. There are difficulties in finding developers and in the approach to salaries. Low salaries. TMF has focused on the Ghent area but now we are opening the area.

Regarding hiring a Product manager /salesperson, Lukas Reichel comments that he has some doubts if TMF has to do it.

Rik Bellens (CTO) takes the word and talks about the main actions done on the TMF Platform:

- New version of the app: The end-user app has a new design with new technology (Flutter), but the upgrade of the control center (for administration) to this technology is still in progress.

- Improving the new feature process: with the development road map on Basecamp, members can clearly know what TMF is working on. There are different categories to understand which step is a specific development.

TMF sent a survey with the idea to get more feedback from members: to identify the most important features for each member.

- The price model for Partago: many visual changes have been made. Before, they used credits, and now, they use euros. All billing accounts did this transfer.

-Exact integration: invoicing systems: Zoho books, Moly, and now Exact integration, first used by CooperatieAuto.

Accounts 2021:

Lukas Reichel thanks Alternacoop for auditing the yearly numbers and their feedback.

Lukas Reichel comments we are close to the original budget (2021) planned, and some comments are needed:

Liabilities short term: platform cost is included there. The biggest part is already paid, but it was at the beginning of 2022, so we cannot see it in this table.

Jeroen Pool asks that the additional cost is relatively high. Lukas Reichel answers that the internal accounts are defined in a very general way, which is why we show the top 10 expenses for TMF and the top 10 revenues in the annual report.

The main additional cost was the Platform payback to Partago (75%) and Som Mobilitat (25%). Another additional cost is the payment to LITA for the Crowdfunding. And Lukas's salary as well.

7. Approval of the accounts 2021, the management report for 2021, and the income allocation (affectation du résultat) (vote):

Members vote to accept the approval of the accounts 2021, management report for 2020, and the income allocation.

Votes are

- ✓ A-member: 9 in favor.
- ✓ B-members: 29 in favor.

Result: approved.

8. Discharge the Board (vote):

Members vote to accept the discharge of the board.

Votes are:

- ✓ A-member: 4 in favor and 5 abstained.
- ✓ B-members: 29 in favor.

Result: approved.

9. Voting of the new Board members (vote):

Jan de Kock will leave the TMF board after the GA in 2023.

The Board invited LITA and Coopstroom for 2021 to participate in the board as invited members. It should be noted that these two organizations are not yet elected members of the assembly. Therefore, a confirmation by the general assembly is needed.

Jeroen Pool suggests inviting the French members (EPV) to have representation from other countries.

Lukas Reichel comments that he has asked Gustavo Montes de Oca from NCE to audit next year's accounts.

Votes are

- ✓ A-member: 9 in favor.
- ✓ B-members: 29 in favor.

Result: approved.

Coopstroom and LITA are approved as new board members. TMF and members welcome them to the Board.

10. Presentation of the Budget 2022

Lukas Reichel presents some important topics in the budget 2022:

- Team structure: as commented before, TMF is looking for a developer to grow the team.
- Remuneration model: it was discussed with the board, and delegated to Jeroen, and the team. TMF plans to start with a new remuneration model first of July 2022.
- Communication: TMF will work more on the news on the website to be more constant and give more visibility.
- Development site: the big main thing is the new Control Center design. It has to be brought to the same technology as the app.
- Sales and development: TMF will move to a new pricing model: lower monthly fees to be more attractive to new and current members and try to get separate funds for new features. The first of July is planned to be implemented.

Lukas Reichel points out that we also plan to have a yearly fee based on what features a member is using on the Platform.

Jeroen Pool comments that the budget could not be realistic and may have to be adjusted. Lukas Reichel agrees. Ricard Jornet suggests having the budget till 2023 to see the evolution.

Lukas Reichel said he agrees that the budget is not realistic, but it was made just after the crowdfunding campaign's success. He also noted that a recalculated budget would be done considering the result of the strategy tomorrow morning.

11. Approval of the Budget 2022 (vote):

Members vote to accept the approval of the budget 2022.

Votes are

- ✓ A-member: 9 in favor.
- ✓ B-members: 29 in favor.

Result: approved.

The GA ends at 18:50 pm.

List of members who have participated in the voting

Member Chamber	Member name (short)	Represented by	Voting
A	Partago cv	Joachim Jacob	in person
A	Som Mobilitat	Ricard Jornet	in person
A	Courant d'Air	Achim Langer	pre-voting
B	REScoop.eu	Daan Creupelandt	pre-voting
A	HET	Jeroen Pool	in person
A	Lochem	Tonnie Tekelenburg	in person
A	Cooperatieauto	Jan de Kock	in person
A	NCE	Gustavo Montes de Oca	pre-voting
A	CoopStroom cv so	Karen Bracke	pre-voting
A	VGA	Peter Tessel	pre-voting
B	Wei Xuan Cheng	-	pre-voting
B	Claude Latinis	-	pre-voting
B	Gerda Van lint	-	pre-voting
B	Lieve Vereycken	-	in person
B	Philippe Deffranne	-	pre-voting
B	Andreas Sonntag	-	pre-voting
B	Pierre Heddebaut	-	pre-voting
B	Johan Javaux	-	pre-voting
B	Antoine Bourguignon	-	pre-voting
B	Laurent Poncin	-	pre-voting
B	Heidi Goes	-	pre-voting
B	Schmitz Dimitri	-	pre-voting
B	Robin Walravens	-	pre-voting
B	François Depaye	-	pre-voting
B	Georges Degraeve	-	pre-voting
B	Dominique Balthasart	-	pre-voting
B	Dominique Mineur	-	pre-voting
B	Clément Vey	-	pre-voting
B	Frederic Mortiaux	-	pre-voting
B	Kris De Ridder	-	pre-voting
B	Wim Van Tilt	-	pre-voting
B	Thierry Duquesne	-	pre-voting
B	Willem Pennings	-	pre-voting
B	Adrien Decostre	-	pre-voting
B	Koen Vanbleu	-	pre-voting
B	Zjef Van Acker	-	pre-voting
B	Caroline meeus	-	pre-voting
B	Rik Bellens	-	in person

Pre-voting: voted in advanced or delegated by signed Mandate