

Madaster Corporate Governance

This document serves as a guide to the realization and the current structure of the corporate governance of Madaster and aims to provide transparency about the origin of attracted funds and the relationship between the parties involved, being:

- [Madaster Foundation](#);
- [Madaster Services BV](#);
- [Winvision \(IT supplier of Madaster Services B.V.\)](#).

The realization that corporate governance has developed over time and that the governance structure will continue to develop over time in support of the mission of Madaster is a given.

Madaster's vision - We consider the earth as a closed system where there should not be any waste. Raw materials are scarce. In order to keep materials available indefinitely, they need to be reused, and their use must be documented. "Waste is material without an identity."

Madaster's mission - It is Madaster's mission to eliminate waste by providing materials with an identity. The Madaster Platform functions as a public, online library of materials in the built environment. It links the identity of materials to a location and registers this in a materials passport.

In order to realize this mission, there is / was on one hand a need for resources (money, knowledge and expertise). Madaster Services BV has attracted these in the following ways:

- Risk capital of investors **with added value**, of which the following persons are also founders. The founders are actively involved on a daily basis in realizing Madaster's mission in the following roles:
 - o Thomas Rau – Managing board member of the Madaster Foundation;
 - o Pablo van den Bosch - Managing board member of the Madaster Foundation;
 - o Ronald Eleveld – Director Madaster Services BV and CEO Winvision (also former owner of Winvision);
 - o Martijn Oostenrijk – Director Madaster Services BV;
 - o Jeroen Vermeulen – Responsible for Sales & Business development at Madaster Services BV and Director Winvision (also former owner of Winvision);
 - o Marijn Emanuel – Responsible for Product development Madaster Services BV.
- Support (money, knowledge, expertise) from the Madaster Foundation, from the [Kennedys](#) and the investors;
- Subsidies, for the time being via a consortium between Madaster Services and technology company Winvision: the EUs ['Horizon 2020 research and innovation program, grant agreement No 779024'](#);
- Attracting debt capital through crowd funding.

On the other hand, there was a need for an appropriate governance structure that safeguards the public interest of the Madaster Foundation and the continuity interest via Madaster Services.

This governance has developed over time as follows:

- Foundation with ANBI status as per 27 December 2016 set up by Thomas Rau and Pablo van den Bosch;
- After the realization of the Madaster Foundation, three independent directors were installed on the [Supervisory Board](#) as of May 7th, 2018. This was the first step towards stability and independence.
- Madaster Foundation keeps focus on the mission by outsourcing the concrete activities to a founded and affiliated facility company being Madaster Services BV.
- Madaster Services BV was founded on 17 February 2017 by Thomas Rau, Pablo van den Bosch, Jeroen Vermeulen, Ronald Eleveld, Marijn Emanuel and Martijn Oostenrijk.

- [Madaster Services BV is managed](#) by Ronald Eleveld and Martijn Oostenrijk. The former owners of Winvision (Jeroen Vermeulen and Ronald Eleveld) have meanwhile transferred ownership in Winvision to an independent third party, the Odin Group.
- The relationship between Madaster Foundation and Madaster Services is currently being finalized in collaboration with AKD Lawyers and notaries. This contract will be published on the Madaster Foundation website as soon as available.