

Board meeting Minutes

27 March 2025



Minutes & Actions

Meeting of the Board of Fleet Cards Europe 27 March 2025, 12.30 CET

Location	Online	
Chair	Attila Dsupin, (AD), Eurowag	
Board members present	Jonathan Haseler (JH), Radius Sven Mehringer, (SM), DKV Katie Rushton, (KR), WEX Felix Wittpoth (FW), Edenred Tetyana Zhelyuk (TZ), E100	Secretariat: Aurélie Decker Peigneur (ADP)
Apologies	Jan Polivka, (JP), Corpay	
Members representatives present	Antonio Chiesa (AC), DKV Delphine Chilese-Lemarinier (DCL), Edenred Matthias Maedge (MM), Eurowag	

- The meeting was **chaired by Attila Dsupin**.
- The **Secretary General, Aurélie Decker Peigneur, recorded the minutes**.
- In accordance with the **Statutes**, decisions were taken **unanimously** by all Directors present.

DISCUSSION & RESOLUTIONS

1) Anti-trust reminder

The Chairman and members confirmed compliance with antitrust rules.
The meeting was opened at 12.32.

2) Approval of the minutes of 4 November 2024 meeting

The Board approved the minutes of the Board meeting of 4 November 2024 without comments.

3) New member acquisition - for information and action

ADP presented to the Board an updated version of the “membership tracker”.

The Board has approved Cardtrend’s application as a new Associate member.

NEW ACTION	Deadline
The SECRETARIAT will inform Cardtrend of the Board decision and initiate the onboarding process.	April 2025
The SECRETARIAT will contact Board members to review previous communications with potential members and reconnect with them jointly.	April / May 2025
MEMBERS will review the list of potential members and notify the Secretariat of any new leads.	June 2025
The SECRETARIAT will follow up on the membership acquisition initiatives.	June 2025

4) Discussion on Budget and FCE priorities 2025

a. Presentation by FCE Secretary General of draft priorities

A draft of the FCE Strategy for 2025 was presented to the Board by the Secretary General. The document outlines nine key strategic objectives, their respective KPIs, and provisional priorities for each Working Group. Two major events are planned for 2025: an in-person Extraordinary General Meeting in Brussels and an in-person Advocacy Event in the second half of the year. The Board was informed that more detailed proposals for both events will be submitted at the next Board meeting.

During the discussion that followed, the following points were agreed upon:

- Strategic Objective 6, regarding governance and Board structure, should focus on assessing the pros and cons of any by-law changes, as well as exploring ways to limit Board members' liability in light of the comments made by SM and TZ. Additionally, ADP emphasized the need for clear guidelines regarding the launch of country-specific initiatives and the conditions under which these initiatives should be funded by the FCE general budget.
- The Secretary General will regularly inform the Board on progress towards achieving KPIs, detailing the initiatives taken and, when relevant, conducting surveys among members or event participants.

The Board adopted the proposed 2025 strategic priorities as presented.

NEW ACTION	Deadline
The SECRETARIAT will collaborate with the respective Chairs to define yearly goals for all Working Groups.	June 2025
The SECRETARIAT will launch a new digital member portal.	June 2025
The SECRETARIAT will submit a comprehensive communication strategy.	June 2025

The SECRETARIAT will establish a Task Force for Industry Report Development with interested members.

June 2025

b. Presentation of draft budget

A draft budget for 2025 was circulated prior to the meeting and presented in detail by ADP to the members. The following points were clarified:

- The 2024 profit and loss accounts have not been finalized yet, as the association's bank account has been operational for less than a month. Therefore, the carryover funds from 2024 should be considered a provisional estimate.
- The 2025 membership fees are set at €35,000 for Full Members and €5,000 for Associate Members. TZ emphasized that this amount will be reassessed if additional financial needs arise due to increased activity.
- The budget projects total income from membership fees at €275.000, with forecasted expenditures at €304.305. An amount of €31.000 will be drawn from the 2024 carryover funds to ensure a balance result at the end of the year.
- ADP indicated that the budget allocated to the working groups has not yet been fully distributed, and that some of the allocated amounts will cover expenses for resources shared among the working groups. AD specifically requested that non-allocated funds will be assigned by the Board based on specific projects and estimates. ADP noted that the working groups' needs for legal and professional fees are likely to exceed the current budget provisions and may require the use of carryover funds or additional contributions from members.
- TZ indicated that as a general rule, the budget for the current year should be funded solely by income generated from membership fees. However, 2025 is an exceptional year with additional expenses, such as the recruitment agency, investments related to setting up the Secretariat, and actions foreseen in 2024 that are taking place in 2025. This necessitates mobilizing some of the unspent funds from 2024. This situation will be reassessed throughout the year and is considered exceptional.
- SM requested that the budget be presented with round numbers and stated that there is no need for the Board to review the detailed allocation of each expense.
- ADP highlighted that no funds were allocated for external IT support services, as the preferred approach is to utilize internal IT resources from member organizations. KR mentioned that WEX will explore whether it can provide assistance with setting up the Microsoft 365 account, particularly with the shared drives.

The Board approved the proposed 2025 budget as presented, along with the safeguards discussed

5) Board mandates' renewal

ADP presented a proposal regarding the renewal of the Treasurer, President, and Vice-President mandates. The following timeline and steps were agreed upon:

- Full members are to submit their candidates for these positions to the Secretary General by May 15, 2025.
- The election will take place in June 2025, with the effective appointment scheduled for September 2025.
- A transition phase will occur during the summer period to ensure a smooth handover.

NEW ACTION	Deadline
MEMBERS to submit their candidates for Board mandates to the Secretariat.	15 May 2025

6) Appointment of Secretary General as "Day to Day manager"

The Board appointed the Secretary General, Aurélie Decker, as the "Day-to-Day Manager" ("*Délégué à la gestion journalière*" in French)," as per Article 23 (2) of the By-Laws.

NEW ACTION	Deadline
The SECRETARIAT to publish the appointment of the "Day to Day manager" in the Belgian Gazette.	April 2025

7) Working group activities - Chairs to update

The Chairs of the WGs gave an update on activities since the last Board meeting.

a. [Payments - Delphine Chilese-Lemarinier](#)

The WG focused on the close monitoring of discussions regarding the adoption of PSR/PSD3. As the file is expected to enter in a Trilogue phase in the summer, an Action Plan has been developed with the aim to better align the fleet cards industry's interests in preparation for the inter-institutional negotiations as they often lack transparency.

In this framework, meeting requests with Member States and European Commission representatives were sent and a new position paper is under review, with final adoption expected in April 2025.

b. [Tax - Delphine Chilese-Lemarinier](#)

The WG remains largely focused on the implementation of the VEGA Guidelines. In December 2024, the WG held a meeting with the European Commission's VAT unit, during which the Commission expressed its openness to initiating bilateral discussions with Member States regarding the implementation of the VEGA Guidelines. This was seen as a positive development, even though such discussions are not currently considered necessary.

New guidelines were issued in the Czech Republic (December 2024) and Germany (January 2025), both of which align with industry requests. Additionally, FCE, through the Confederation of Netherlands Industry and Employers, contributed to the Dutch public consultation (January 2025) on a new decree that will define the VAT treatment for fuel card transactions. In late March, FCE also submitted an anonymous tax ruling request to Slovakian authorities through its legal advisor, EY.

Furthermore, following the introduction of a new turnover tax on fuel sales in Romania, FCE sent letters to the relevant Ministries seeking clarification on how the new tax will apply to fuel cards.

Lastly, with the Council of the EU adopting the VIDA package (VAT in the Digital Age) on 11 March 2025, the working group will begin analysing its potential impact on the industry.

c. Sustainability - Matthias Maedge

The WG resumed its meetings in March 2025, with a presentation and discussion among members on the Industrial Action Plan for the European automotive sector and the European Commission's communication on Corporate Fleet Decarbonisation.

Currently, the WG's work remains focused on analysing the impact of various proposals and reviewing the most pressing sustainability-related issues for FCE members. Emphasis is placed on understanding the implications of new proposals and implemented texts, such as the AFIR. To support this analysis, a heat map will be circulated among members.

During its most recent meeting, the WG agreed to draft a position paper on the Fleet Cards Industry's role in Corporate Fleet Decarbonisation, with an expected completion date in April/May.

Earlier, in February 2025, FCE co-signed a joint statement through the WG, calling for an early review of CO2 standards regulation in a technology-neutral manner and advocating for incentives to encourage fleet owners to adopt clean vehicles.

d. Task Force on Market Compliance - Antonio Chiesa

The Market Compliance Task Force (TF) initiated two projects in 2024 aimed at providing greater clarity for fleet card operators regarding national regulatory frameworks. These projects will continue into 2025.

In Estonia, a letter was sent to the Ministry of Climate in December 2024, proposing amendments to fuel card regulations. A law amendment is expected by the end of 2025, and FCE is anticipated to receive its first official feedback this week.

In Lithuania, a letter was sent to the Ministry of Energy to support amendments to the current regulations concerning authorization and license requirements for fuel card issuers. The Ministry has confirmed its intention to submit a law amendment during the Autumn Parliamentary session. FCE is currently drafting the amendment proposal and explanatory note, which will be submitted to the Ministry by July at the latest. Both projects in Estonia and Lithuania are progressing well.

Regarding Spain, progress has been stalled for several months due to the elections. However, the Ministry of Environment (MITECO) launched a consultation in October, to

which FCE contributed. They have expressed their intention to clarify the regulatory status of fuel cards, and more formal feedback is expected by the end of the week.

Finally, the TF will explore whether FCE members are interested in pursuing joint actions in Greece and Portugal.

8) General Meetings

The proposal to organize two General Meetings in 2025 was presented by ADP and agreed upon by the Board. The first meeting will be the Annual General Meeting, scheduled for June 26, 2025, which will be held online. During this meeting, the statutory agenda will include the adoption of the 2024 profit and loss accounts, the 2024 activity report, the 2025 budget, and the nomination of Board members. Associate members will be invited to attend but will not have voting rights.

The second meeting will be an Extraordinary General Meeting, set for September 18, 2025, in Brussels, where both Full and Associate members will gather, although no formal decisions will be made. This meeting will feature a presentation of the new Board and Triumvirate, followed by a discussion on industry topics and setting future priorities.

NEW ACTION	Deadline
The SECRETARIAT will send "save the dates" notices to all members.	April 2025
The SECRETARIAT will prepare all statutory documents required for the Annual General Meeting and send them in advance.	June 2025

9) Dates of next meetings

The schedule for the upcoming meetings in 2025 was presented by ADP and approved by the Board.

NEW ACTION	Deadline
The SECRETARIAT will send Calendar invitations to Board members to reserve dates for the upcoming meetings.	April 2025

CLOSING OF THE MEETING

There being no further business, the meeting was adjourned.

These **Minutes** have been reviewed and approved by the **President, Vice-President and the Secretary General**, in accordance with the Association's **Statutes**.

SIGNATURES

For and on behalf of **Fleet Cards Europe ASBL**

President:

Attila Dsupin

Date: 31.03.2025

Signature: _____

Secretary General:

Aurélie Decker Peigneur

Date: 31.03.2025

Signature: _____