



American Chamber of Commerce in Romania (AmCham Romania)

ANNUAL GENERAL MEETING

March 30, 2016

Location: *Athenee Palace* Hilton Hotel Bucharest, *Le Diplomate*

Dear AmCham Romania Member,

On behalf of the AmCham Romania Board of Directors and in line with the AmCham By-laws, you are invited to the **2016 ANNUAL GENERAL MEETING OF THE ASSOCIATION (AGM)** on **Wednesday, March 30, 2016** at *Athenee Palace* Hotel, *Le Diplomate Ballroom*.

On the occasion of the AGM, the Board of Directors reports on the association's activity during the past year, including aspects such as key accomplishments, priorities, budgeting and submits the 2016 plans for members' approval. All these make the AGM event unique during the year, providing valuable insights about ways of engagement and opportunities for members to learn more about how to make the most of their affiliation!

The AGM also concludes the election process for the Board of Directors and the Auditing Committee.

To this regard, the current AGM Calling Notice opens the nomination period for the eleven (11) seats of the Board of Directors and three (3) members of the Auditing Committee.

In accordance with by Art. 22- 31, Section II of the AmCham By-Laws, the nomination process and voting procedure are outlined below for your information:

I. Annual General Meeting – date, time & location

The **first call** of the AGM is at **17:00 p.m. on March 30, 2016**.

In case the statutory quorum of 50%+1 of the registered members cannot be met, the **second call** of the AGM is at **18:00 p.m. on March 30, 2016**.

II. Elections of the Board of Directors and Auditing Committee – nomination procedure & deadline

This year, the eleven positions of the AmCham Board of Directors and the three Auditing Committee positions are open for at-large elections. Following the AGM and elections, in accordance with Section III. Art. 33 of the By-laws, within the first Board of Directors meeting, the newly elected eleven Board members will elect the: President, First Vice-President, Second Vice-President and Treasurer. The seven at-large positions on the Board of Directors will be designated to the other elected members. Board members will also be appointed as Chairs of the AmCham Committees and Task Forces.

2016 elections open the two-year Board member mandate according to the changes of the By-laws approved at the 2015 AGM. As a consequence, this is a transition year in which out of the 11 newly elected Board members, 6 will have a 2-year mandate and 5 Board members will have a one-year mandate.

Member companies are invited and encouraged to delegate their candidates for the Board of Directors and Auditing Committee elections. As a recommendation, nominated candidates should hold top management positions. *When the candidate is not the CEO/Company Owner, a special empowerment from the CEO/company top management will confirm that the nominee is delegated to publicly represent the company.*

Please note that **the deadline for submitting the filled-in Elections Nomination Form to AmCham Romania office is March 8, 2016 at 17:00 p.m. (see attached form).**

For further details, please contact AmCham Romania at amcham@amcham.ro or the AmCham Executive Director at harasim@amcham.ro, T: 021 312 48 34 or 021 315 8694.

Valid nominations must be submitted to the AmCham Office in electronic format or hard copy before the **March 8, 2016** deadline, and must consist of:

- *Filled-in nomination form (see attached)*
- *A brief biographical description (English, maximum 150 words, docx. format)*
- *Photo (portrait - resolution – 300 dpi).*
- *Special empowerment when the candidate is not the company CEO*

Information included in the nomination package is for AmCham use only. **Please refer to the attachment for details regarding the submission of your nomination.**

Please note that in the spirit of fairness towards all nominees, the 17:00 p.m. March 8, 2016 deadline is firm and will not be extended. According to the By-Laws of AmCham Romania, nominations from the floor during the AGM cannot be requested or received. Thus, if you intend to run for a position or nominate a candidate, please follow the procedure described above.

A Nomination Committee consisting of AmCham members will review the nominations to ensure that all required information is accurately provided and in due time.

III. Meet the Candidates Event

AmCham members will have the opportunity to meet the candidates running for a position in the AmCham Board of Directors and Auditing Committee during a special event held on **March 14, 2016 between 18:30 - 20:30 at the InterContinental Hotel, Fortuna Hall**. Please follow the AmCham events calendar for upcoming details.

IV. Voting Procedure

After March 8, 2016 all members will be informed by e-mail and on the AmCham web site about the candidates validated by the Nomination Committee and ballots will be sent out to all members in order to express their vote. To avoid receiving more votes from the same company, **please note that one AmCham Member (company) has only one vote and should be expressed by the CEO or designated person in relation to AmCham.**

The ballots should be filled before **18:15 p.m.** at the AGM venue, or submitted to AmCham via e-mail prior to the meeting on **March 30, 2016**. Voting details will follow along with the Voting Ballots.

The results of elections for the new Board of Directors and Auditing Committee will be announced at the reception to follow the AGM on **March 30, 2016**.

We would like to thank you for your commitment to AmCham and look forward to an enhanced collaboration and outstanding achievements!

Sincerely Yours,



Daniela Nemoianu

President of the Board of Directors

American Chamber of Commerce in Romania