



American Chamber of Commerce in Romania (AmCham Romania)

ANNUAL GENERAL MEETING CALLING NOTICE

March 28, 2019

Venue: Athenee Palace Hilton Hotel Bucharest, Le Diplomate

TO THE MEMBERS OF THE AMERICAN CHAMBER OF COMMERCE IN ROMANIA:

On behalf of the AmCham Romania Board of Directors and in line with the [AmCham Statutes](#), I am pleased to announce that the 2019 ANNUAL GENERAL MEETING OF THE ASSOCIATION (AGM) will take place on March 28, 2019 at the Athenee Palace Hilton Hotel, Le Diplomate.

During the AGM the AmCham Romania Board of Directors will present the activity & financial reports for the past year and propose for approval the 2019 objectives and budget.

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

This AGM Calling Notice opens the nomination period for the 5 (five) seats in the Board of Directors and 3 (three) seats in the Auditing Committee.

The five candidates to be elected in 2019, one of which will represent an AmCham member company in the Business category, according to the [Art. 33 \(2\), Section II of the AmCham Statutes](#), will join the eight members of the Board of Directors, elected in March 2018 who are halfway through their two-year statutory mandate.

I. Annual General Meeting – date, time & location

The first call of the AGM is 17:30 on March 28, 2019 at the Athenee Palace Hilton Hotel, Le Diplomate.

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 on March 28, 2019 at the Athenee Palace Hilton Hotel, Le Diplomate.**

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

In accordance with Art. 35, Section III of the AmCham Romania Statutes, **5 (five)** positions in the AmCham Board of Directors and 3 (three) Auditing Committee positions are open for at-large elections. Following the AGM and elections, in accordance with [Section III. Art. 33 of the Statutes](#), within the first Board of Directors meeting, the Board members will elect the: President, First Vice-President, Second Vice-President and Treasurer.

AmCham Romania member companies are invited to nominate candidates for the Board of Directors and Auditing Committee elections.

General recommendations regarding candidates for the AmCham Board of Directors:

- Hold a top management position in the company they represent. *
- Represent a member company with a proven support and commitment to AmCham's activity.
- Have a least 1-year experience in the Romanian business environment.

**When the candidate is not the member company CEO, 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 February 28, 2019 at 17:00. (see attached form).

For further details, please contact AmCham Romania at amcham@amcham.ro or the AmCham Executive Director Anca Harasim 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 February 28, deadline, and must consist of:

- -Filled-in nomination form (see attached)
- A brief biographical description (English, maximum 150 words, doc. format)
- Photo (portrait)
- **NEW: 1 (one) minute video with the candidate answering the questions in the Nomination Form to be shared with members**
- Special empowerment when the candidate is not the company CEO

Information included in the nomination package is for AmCham's 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 February 28, 2019 – 17:00 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, companies intending the nominate candidates to run for a position in the AmCham Board of Directors or Auditing Committee, will 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 in due time.

III. Voting Procedure

After **February 28, 2019** all members will be informed by e-mail and on the AmCham website 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) can only have one voting ballot that should reflect the options by the CEO or designated person in relation to AmCham.**

The ballots should be filled before **18:15 at the AGM venue**, or submitted to the Nomination Committee via e-mail prior to the meeting on **March 28, 2019**. 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 28, 2019**.

The Annual General Meeting of the Association is a unique occasion for AmCham members to get a 360° overview of AmCham's activity during the past year and to also contribute to shaping the organization's focus for the next year by electing members of the Board, and propose recommendations for the 2019 priorities.

2018 was an intense year for AmCham when while celebrating our 25th anniversary we needed to stay closely connected to the immediate emergencies in the business, regulatory and fiscal agenda.

2019 already calls for at least the same level of involvement on our side, therefore we continue to rely on your commitment and support as we strive to best serve our members' business interests and develop new tools to enhance the benefits and experience for all AmCham members!

Looking forward to welcoming you on March 28!

Sincerely,

ANDA TODOR

President of the Board of Directors
American Chamber of Commerce in Romania

Bucharest, February 4, 2019