

# **MINUTES OF THE ANNUAL GENERAL ASSEMBLY OF THE AMERICAN CHAMBER OF COMMERCE IN CROATIA**

The Annual General Assembly of the American Chamber of Commerce in Croatia, called by the President of the Board of Governors, Mrs. Rina Musić by an invitation dated 14 October 2024 and is held on 14 November 2024 at Esplanade Zagreb hotel.

The presiding officer of the meeting is Mrs. Rina Musić, President.

Minutes are taken by Ms. Marina Vugrin.

The meeting of the General Assembly begins at 4:10 p.m.

## **1. Appointment of tellers of election**

According to our Constitution, the General Assembly should appoint a three-member committee to determine attendance, whether the quorum is present, manage elections and count all votes. AmCham members may serve as tellers unless there is a conflict of interest in the outcome of any decision voted upon at the meeting.

The following members have volunteered for tellers:

Ernst & Young d.o.o. – Božidar Radoš

E.ON Hrvatska d.o.o. – Ivana Grbeša

Bolt Services HR d.o.o. – Marko Radenović

## **2. Determination by tellers of election whether a quorum is present**

Present are 109 members of the American Chamber of Commerce, out of which 60 are represented by their representatives at the meeting and 49 have submitted their votes in writing, thus constituting a quorum pursuant to article 19.5 of AmCham Constitution.

## **3. Opening of the Annual General Assembly and introduction**

Mrs. Musić opened the General Assembly and thanked members for attending.

## **4. Report on the activities of AmCham**

Ms. Musić presented AmCham's activities in 2023. We held a total of 82 Committee meetings, as well as 28 policy-related meetings with public administration stakeholders, and issued 15 position papers. Key achievements were the implementation of option plans in limited liability companies and other tax reductions, amendments to the Ordinance on the criteria for including medicines in the HZZO list and the Ordinance on determining the maximum allowable price of medicines, and the inclusion of AmCham's proposals in the new electronic public procurement classifieds platform.

We also held a series of business events - a business breakfast with the Deputy Prime Minister of the Republic of Croatia Davor Božinović and a business lunch on the topic 'Global trends in investments - where is Croatia?', three co-organized events, and a series of smaller professional seminars, a total of 52 for the entire year. In addition, we supported 15 events of our members and business partners.

Ms. Musić also gave a brief overview of the activities in 2024, we held two business lunches - with the US Ambassador Nathalie Rayes and on the topic of foreign direct investment; four conferences (on the topic of health, taxes, ESG and digital transformation), and organized several smaller events. We also hosted a roundtable with the City of Los Angeles delegation.

In the area of policy advocacy, we issued 16 position papers and the main achievements were raising digital transformation to the ministerial level through the establishment of the Ministry of Justice, Public Administration and Digital Transformation, further reducing the income tax rate, increasing the threshold for small entrepreneurs to enter the VAT system, and amending the Agreement on Data Exchange and Ethical Conduct of the Croatian Health Insurance Fund.

As for 2025, we plan to continue with all our regular activities, and also continue to focus on already launched initiatives and work in the area of advocacy, i.e. their communication with relevant stakeholders. We also plan to continue with our regular annual conferences on digitalization, healthcare, tax and ESG, as well as relaunch the digital transformation lecture series - Boardroom Discussions. Based on discussions with the World Bank about a joint event, AmCham has requested permission to use funds from reserves for this event.

Mrs. Doko Jelušić presented some additional details about AmCham activities.

After the presentations, members voted for approval of AmCham's activity report for 2023 as well as plan of activities for 2025 and teller representative announced that both reports were approved by majority vote.

## **5. Financial report by the Executive director**

Ms. Doko Jelušić presented the financial report for 2023 and stated that AmCham continued to experience significant membership growth and excellent financial growth thanks to high sponsorships (especially for the Gala evening on the occasion of AmCham's 25th anniversary). The organization of a business delegation to the USA additionally influenced higher revenues as well as expenses.

In 2024, AmCham also achieved a surplus of income through high net membership growth and sponsorship income. Expenses grew proportionally for both regular operations and certain one-off projects (website improvement and integration with the CRM system).

The plan for 2025 is focused on further support and retention of members, but membership growth is planned at a slightly lower rate. Sponsorship income will continue to grow, but so will expenses, and AmCham plans a very modest surplus. AmCham will hire an additional public policy person as well as a full-time administrative person to replace the part-time person who is retiring.

After the presentation, members voted for approval of AmCham financial report for 2023 and financial plan for 2025, and both reports were approved by majority vote.

## **6. Adoption of the list of arbiters**

According to our Constitution, conflicts of interest between AmCham members and breaches of the Constitution shall be resolved by a decision of an Arbitration Committee, which will consist of the arbiters selected from AmCham members. It is also defined that the General Assembly shall adopt a list of arbiters each year, so all members were offered to express interest to be included on a list of arbiters. The following members have applied: Nada Burić (Aion d.o.o.), Hrvoje Pajtak (KPMG Croatia d.o.o.), Ivana Bakunić (Teichmann & Compagnons Property Networks d.o.o.), Hrvoje Spajić (Odvjetničko društvo Bekina, Škurla, Durmiš i Spajić d.o.o.), Vlatka Vedriš (Odvjetničko društvo Vedriš & Partneri), Mladen Vukmir (Odvjetničko društvo Vukmir i suradnici), Petar Petrić (Petrić & Kajić odvjetničko društvo d.o.o.), Vjeran Malenica (Pliva Hrvatska d.o.o.).

Mrs. Musić has invited present members to vote for approval of the proposed list of arbiters. After the votes were counted, teller representative announced that the proposed list of arbiters was approved by majority vote.

## **7. Recall of outgoing Board members**

Ms. Music explained that the mandates of the Board members expire only on November 23 and therefore they need to be officially recalled before the election of new Board members can begin. The Board members who need to be recalled are:

John Mathias Gašparac, First Vice President

Stjepan Roglić, Second Vice President

Bojan Poljičak, Untitled Governor.

Ms. Musić called on those present to vote for the recall of the aforementioned Council members. After the votes were counted, teller representative announced that the recall had been confirmed by a majority vote.

## **8. Election for the Board of Governors position**

The positions of First Vice President, Second Vice President and one untitled governor are open for election. Ms. Musić invited the nominated candidates to briefly introduce themselves.

First Vice President: Anita Letica, Philip Morris Zagreb d.o.o.

Second Vice President: Stjepan Roglić, Orbico Group

Untitled Governor: Dunja Maronić Filaković, AbbVie

Since Mr. Roglić could not participate in person due to business commitments, he introduced himself via a pre-recorded statement.

After each candidate had presented themselves, voting for the vacant positions began. After the votes were counted, it was announced that Anita Letica had been elected First Vice President, Stjepan Roglić Second Vice President and Dunja Maronić Filaković Untitled Governor by a majority vote.

## **9. Miscellaneous - No topics were discussed.**

Mrs. Musić has closed the Assembly at 5:25 p.m.

Rina Musić  
President

Minutes taken by  
Marina Vugrin

Zagreb, November 14, 2024