Pending CEO Actions

Pending CEO Actions

Pending CEO Actions

Context: Drop Srbija v2 Phases 0-4 complete. Phases 5-6 (NBS IPS integration + production deployment) blocked on CEO decisions.

Action 1: Incorporate ALAI Tech d.o.o.

Priority: P0 (blocks all other actions)
Timeline: 4-6 weeks
Cost: ~EUR 1,500 (incorporation fees + notary)
Decision: D9

Requirements

- ☐ **Registered address in Belgrade**
  - Option 1: Office lease (RSD 30,000-50,000/month for small office)
  - Option 2: Virtual office (RSD 5,000-10,000/month)
  - Recommendation: Virtual office Year 1 (cheaper, compliant)
- ☐ **Serbian lawyer (srpski advokat) engagement**
  - Role: Draft statute, handle APR registration, advise on NBS compliance
  - Cost: EUR 3,000-5,000 (incorporation + Year 1 support)
- ☐ **EUR 125,000 capital deposit**
  - NBS PI license requirement (Year 2)
  - Can delay to Year 2 if agent model Year 1 (bank partner holds capital)
  - Recommendation: Deposit Year 2 (after proving market fit)
- ☐ **Statute (društveni ugovor) drafted**
  - Serbian lawyer responsibility
  - Must include: Company name, capital, shares, directors, address
- ☐ **Registration with Serbian Business Registers Agency (APR)**
  - Online portal: https://www.apr.gov.rs
  - Timeline: 5-7 business days
- ☐ **PIB (tax ID) registration**
  - Automatic after APR registration

    - Used for invoicing, tax filings
- [ ] **Bank account opening (Serbian bank)**
    - Raiffeisen or BPS (future partner)
    - Required for capital deposit, invoicing

Next Steps

1. **CEO engages Serbian lawyer** (priority 1)
2. Lawyer drafts statute + handles APR registration
3. CEO chooses virtual office (priority 2)
4. After APR registration: Open bank account
5. After bank account: Proceed to Action 2 (bank partnership)

Estimated Total Cost (Year 1): EUR 4,500-6,500 (incorporation + lawyer + virtual office)

Action 2: Engage Bank Partner (Raiffeisen P1, BPS Fallback)

Priority: P1 (blocks Phase 5 NBS IPS integration)
Timeline: 3-6 months (negotiation + agent registration)
Cost: 0.3-0.5% per transaction (bank fee)
Decision: D1, D2

Target Banks

Priority 1: Raiffeisen Banka

Why:

- Largest bank in Serbia (assets, market share)
- Strong digital banking (proven fintech partnerships)
- Active NBS IPS participant (high uptime)
- English-speaking staff (easier negotiation)

Risks:

- High partnership fees (may demand 0.5% vs 0.3%)
- Slow decision-making (Austrian parent approval)
- Exclusivity clause (no other bank partnerships)

Contact:

- Business Development: bizdev@raiffeisenbank.rs
- Partnership Manager: TBD (research LinkedIn)

Fallback: Banka Poštanska Štedionica (BPS)

Why:

- Telekom Srbija subsidiary (phone-to-IBAN synergy)
- Digital transformation appetite (mobile app launched 2022)
- Lower fees (smaller bank, more flexible)

Risks:

- Less fintech experience (may need more hand-holding)
- Smaller balance sheet (capacity risk)
- Lower brand trust vs Raiffeisen

Contact:

- Business Development: bizdev@posted.co.rs
- CTO: TBD (research LinkedIn)

Pitch Deck

Content: `docs/pitch/serbian-bank-partnership-pitch.pdf` (Finverge + BizDev to draft)

Slides:

1. **Problem:** Remittance corridor (diaspora → Serbia) underserved
2. **Solution:** Drop Srbija (phone-based NBS IPS payments)
3. **Market:** 1.5M Serbian diaspora (EU + US), RSD 3.5B annual remittances
4. **Business Model:** Bank earns 0.3-0.5% per transaction, Drop handles UX
5. **Why Agent Model:** Faster time-to-market (2-3 months vs 9-14 months PI license)
6. **Ask:** Agent registration (Article 24), NBS IPS gateway access, API credentials

Negotiation Terms

Term	Drop Target	Bank Target	Compromise
Transaction Fee	0.3%	0.5%	0.4% (Year 1), 0.3% (Year 2+)
Minimum Volume	None	RSD 10M/month	RSD 5M/month (6-month ramp)
Exclusivity	No	Yes (no other banks)	No (Drop can add 2nd bank Year 2)

Term	Drop Target	Bank Target	Compromise
Settlement Time	T+0 (instant)	T+1 (next day)	T+0 for 80%, T+1 for 20%
API SLA	99.5% uptime	95% uptime	99% uptime
Support	24/7	Business hours	Business hours + on-call (weekends)

Next Steps

1. **CEO approves pitch deck** (Finverge drafts, Alem reviews)
2. **John sends cold outreach email** (BizDev template)
3. **Schedule intro call** (Alem + bank BD manager)
4. **Negotiate terms** (3-6 months)
5. **Sign agent agreement** (Lexicon review)
6. **NBS agent registration** (2-3 months)
7. **API credentials issued** (bank IT team)
8. **Phase 5 integration begins**

Estimated Timeline: 6-9 months (intro call → live integration)

Action 3: Register drop.rs Domain

Priority: P2 (blocks production deployment)
Timeline: 1 week
Cost: ~EUR 30/year
Decision: Part of Phase 4 infra

Requirements

- ☐ **RNIDS registration** (Serbian ccTLD registry)
  - Online: https://www.rnids.rs
  - Requires: Serbian entity (ALAI Tech d.o.o. PIB)
  - Cannot register before ALAI Tech d.o.o. incorporation
- ☐ **DNS configuration**
  - Azure DNS Zone (Terraform module ready)
  - CNAME: drop.rs → dropsrbija-backend.azurecontainerapps.io
  - A record: drop.rs → Azure Front Door IP

Next Steps

1. **After ALAI Tech d.o.o. incorporation:** Register drop.rs via RNIDS
2. **Configure DNS in Azure** (Terraform apply)
3. **Update frontend NEXT_PUBLIC_API_URL** (staging → drop.rs)
4. **SSL cert via Caddy** (automatic Let's Encrypt)

Blocker: ALAI Tech d.o.o. incorporation (Action 1)

Action 4: Provision Azure Subscription

Priority: P2 (blocks production deployment)
Timeline: 1 day (provisioning instant, budget approval TBD)
Cost: $108-128/month (production estimate)
Decision: Part of Phase 4 infra

Requirements

- [ ] **Azure Enterprise Agreement (EA) or Pay-As-You-Go**
  - Recommendation: Pay-As-You-Go Year 1 (no commitment)
  - Upgrade to EA Year 2 (volume discount)
- [ ] **Subscription name:** ALAI-DropSrbija-Production
- [ ] **Resource group:** dropsrbija-prod
- [ ] **Budget alert:** $150/month (20% buffer)
- [ ] **Cost breakdown:**
  - Container Apps (backend + frontend): $45-60/month
  - PostgreSQL (Standard with HA): $30-40/month
  - Redis (Standard tier): $15-20/month
  - Azure Front Door (CDN + WAF): $10-15/month
  - Storage (backups): $5-8/month
  - Monitoring (Log Analytics): $3-5/month

Next Steps

1. **CEO approves $150/month budget**
2. **John provisions Azure subscription** (via Azure Portal)
3. **FlowForge runs Terraform** (`terraform apply` → 47 resources)
4. **Verify infrastructure** (health checks)

Estimated Timeline: 1 day (after budget approval)

Action 5: Engage Serbian Lawyer (Srpski Advokat)

Priority: P0 (blocks Action 1 incorporation)
Timeline: 1 week (engagement), 4-6 weeks (incorporation)
Cost: EUR 3,000-5,000 (incorporation + Year 1 support)
Decision: Part of D9

Scope of Work

Phase 1: Incorporation (EUR 1,500-2,000)

- Draft statute (društveni ugovor)
- APR registration (Serbian Business Registers Agency)
- PIB registration (tax ID)
- Bank account opening support

Phase 2: Ongoing Support (EUR 1,500-3,000/year)

- NBS agent registration review (Article 24)
- ZZPL compliance review (privacy policy, terms of service)
- ZPNFTM compliance review (payment services)
- Contract review (bank partnership, vendor agreements)
- NBS PI license application (Year 2)

Candidate Law Firms

Firm	Expertise	Cost	English Support
Karanovic & Partners	Fintech, NBS licensing	High (EUR 5,000+)	Yes
BDK Advokati	Corporate, banking	Medium (EUR 3,000-4,000)	Yes
JPM Janković Popović Mitić	Fintech, tech startups	High (EUR 4,000-5,000)	Yes
AKMM Milić & Partners	Corporate, mid-market	Medium (EUR 2,500-3,500)	Partial

Recommendation: BDK Advokati or AKMM (good balance of cost + expertise)

Next Steps

1. **CEO requests proposals** (RFP to 3-4 firms)
2. **Compare quotes + expertise** (Lexicon reviews)

3. **Select firm + sign engagement letter**
4. **Lawyer begins incorporation** (statute draft)

Estimated Timeline: 1 week (RFP → engagement), 4-6 weeks (incorporation)

Summary Table

Action	Priority	Timeline	Cost	Blocker
1. Incorporate ALAI Tech d.o.o.	P0	4-6 weeks	EUR 1,500	None (CEO decision)
2. Bank Partnership (Raiffeisen/BPS)	P1	3-6 months	0.3-0.5% per tx	Action 1
3. Register drop.rs	P2	1 week	EUR 30/year	Action 1 (PIB required)
4. Azure Subscription	P2	1 day	$108-128/month	None (CEO budget approval)
5. Serbian Lawyer	P0	1 week + 4-6 weeks	EUR 3,000-5,000	None (CEO decision)

Critical Path

```
CEO Engages Lawyer (Action 5)
    ↓
Lawyer Drafts Statute + APR Registration (Action 1)
    ↓ (4-6 weeks)
ALAI Tech d.o.o. Incorporated
    ↓
Register drop.rs Domain (Action 3)
    ↓ (parallel)
CEO Approves Azure Budget (Action 4)
    ↓
Provision Azure Subscription + Terraform Deploy
    ↓ (parallel)
Bank Partnership Negotiations (Action 2)
    ↓ (3-6 months)
NBS Agent Registration + API Credentials
    ↓
```

```
Phase 5: NBS IPS Integration
    ↓
Phase 6: Production Deployment
```

Estimated Total Timeline: 6-9 months (lawyer engagement → production live)

Next Action for CEO: Engage Serbian lawyer (Action 5) — unblocks incorporation (Action 1)

Point of Contact: John (ALAI Director) — will coordinate all actions after CEO approval