

Marriott Vacation Club of Aruba Cooperative Association

Board Meeting

May 3, 2010

A regular meeting of the Marriott Vacation Club of Aruba Cooperative Association Board of Directors was held via conference call on Monday May 3, 2010, hosted from the office of the General Manager of the Aruba Ocean Club, 99 L.G. Smith Boulevard, Palm Beach, Aruba.

Present from the Board of Directors were: Frank Knox, President, Stevan Richards, Vice-President, Melissa Pericolosi, Treasurer/Secretary; Anthony Lifrieri, Director and Michael Reilly, Director

Present from Marriott Vacation Club® International were: Corey Guest, General Manager, acting as Recording Secretary

CALL TO ORDER

The meeting was called to order at 8:10 p.m., Eastern time.

ESTABLISHMENT OF QUORUM

With all Board Members present, quorum was met.

APPOINTMENT OF RECORDING SECRETARY

Corey Guest was appointed Recording Secretary.

APPROVAL OF AGENDA

A motion was made by Michael Reilly to approve the May 3, 2010 Agenda. The motion was seconded by Stevan Richards and unanimously carried.

UNFINISHED BUSINESS

There was no unfinished business.

NEW BUSINESS

Approval of Meeting Minutes

A motion was made by Anthony Lifrieri to waive the reading of the minutes of February 15, 2010 and that they be approved as presented. The motion was seconded by Melissa Pericolosi and unanimously carried.

Owner Request to Record and/or Videotape Meetings

On February 5, 2010 an Owner, Mr. Allan Cohen, made a written request via email to the Board of Directors and the Management Company for two proposed considerations as follows:

“1. To grant AOC owners and/or the Board permission to video tape and/or audio record the May 2010 Marriott Aruba Ocean Club annual meeting in Aruba.”

2. To grant AOC owners and/or the Board permission to video tape and/or audio record all future Annual, Special, and Board Meetings (except those involving personnel issues). (Since many of the Board meetings are by conference calls audio recordings would be acceptable).”

The request was discussed at length by the Board.

A motion was made by Michael Reilly to not grant both requests as presented by the Owner. The motion was seconded by Anthony Lifrieri and unanimously carried.

Reasons for not granting the request were based on the following:

1. Bylaws 5.9 and 6.14 of the Governing Documents states that ‘...any duplication, by photocopy or otherwise, and any removal of the minute book(s) from the office or place where the are generally kept is expressly prohibited.’
2. The process for recording meeting minutes has been consistent since the opening of the resort over ten years ago.
3. The process for recording meeting minutes has been the accepted and approved practice by each of the past Boards and Board Presidents.
4. Personal privacy of Owners.
5. Security of Owners.
6. Possible invasion of privacy of Owners.
7. Potential increased financial cost to the Association.
8. Board Directors are private volunteers, not public volunteers, as is the Association being a private entity so there is no requirement for additional recording procedures.
9. Written meeting minutes are an unbiased account of meetings and cannot be altered or taken out of context as could happen with video or audio recordings.
10. Technology today poses the greatest risk with altered recordings and video being placed throughout the Internet; therefore written meeting minutes cannot be taken out of context and provides greater security to the Association and all its members.

Review of Board of Director’s Action Plan Item List

The 2010 Board of Director Action Item List was reviewed with a motion proposed for Item #6 and Item#7 being closed (see attached updated Action Item List).

Extensive discussion ensued regarding Item #6 (Palapa Rental Fee).

A motion was made by Melissa Pericolosi to change the Beach Palapa Rental Procedure as follows:

1. **All Aruba Ocean Club (AOC) Owners, whether using their homeowner week, exchanging into Aruba Ocean Club, or renting a villa at Aruba Ocean Club will receive a \$10 discount from the standard daily fee on any rented palapas.**
2. **Odd numbered palapas can still be reserved in advance for a minimum of one day to up to three days at a time. The daily rental fee of \$15 for the first two rows of the odd numbered palapas and \$10 for the remaining four rows of odd numbered palapas will be increased to a daily rental fee of \$25 for the first two rows and \$20 for the remaining four rows.**
3. **First Come/First Serve even numbered palapas and remaining odd numbered palapas (after 10:00am) can be rented for \$10 per day.**
4. **It is anticipated by the Board that this daily rental fee increase of \$10 will go into effect on May 28, 2010 barring no complications or conflict with any other written contracts that may be in place, i.e. Interval International, that potentially would prohibit such change and negatively affect the Association with regards to Point #1.**

Stevan Richards seconded the motion and the Board voted as follows:

Stevan Richards	Yes
Melissa Pericolosi	Yes
Mike Reilly	Abstain
Frank Knox	Yes
Anthony Lifrieri	Yes

The motion was passed with the majority votes in favor.

ADJOURNMENT

A motion was made by Stevan Richards to adjourn the meeting. The motion was seconded by Anthony Lifrieri and unanimously carried. The meeting adjourned at 8:46 p.m., Eastern time.

Submitted by:

Approved by:

Corey Guest Date
Recording Secretary

Frank Knox Date
President

These minutes are subject to approval at the next Board of Directors Meeting