

## Marriott Vacation Club International of Aruba Cooperative Association

### Annual Meeting

May 22, 2015

The Annual Meeting of Marriott Vacation Club International of Aruba Cooperative Association was held on May 22, 2015, at Aruba Marriott Resort & Stellaris Casino, Amsterdam 1 and 2 Meeting Rooms, 101 L.G. Smith Boulevard, Palm Beach, Aruba.

**Present from the Board of Directors were:** Anthony Lifrieri, President; Aris van Bijsterveldt, Vice President; Joseph Folisi, Secretary/Treasurer; Andrea Allen, Director and Paul Ryan, Director

**Present from Marriott Vacation Club® International, representing the Management Company, were:** Troy Asche, Regional Vice President Resort Operations-Florida/Caribbean; Paul Gremel, Market Director of Finance-North American Timeshare Operations (NATO) Florida; Erwin Noguera, General Manager; Lillian Britten, Director of Rooms Operations; Abby Bailey, Director of Finance and Lisette Bouwman, Executive Administrative Assistant, acting as Recording Secretary

Owners in attendance were as evidenced by the sign-in sheets to be attached to the approved minutes of record

**Guest present was:** Thomas J. Balch, Professional Parliamentarian

### CALL TO ORDER

The meeting was called to order by Anthony Lifrieri at 9:00 a.m., Atlantic/Eastern Time.

### ESTABLISHMENT OF QUORUM

Mr. Lifrieri announced quorum requires 25% of the voting interest be represented in person or by proxy, equaling 5,989 shares. Quorum was met with a total 6,664 (A and B) shares represented.

All proxies were certified. The notarized Affidavit of Voting Proxies was filed with Association records.

### ESTABLISHMENT OF MEETING RULES

Mr. Lifrieri stated meeting rules were distributed during registration and explained the purpose of the meeting rules was to ensure the meeting is run fairly and all members have equal rights that are protected during the meeting. Mr. Lifrieri called for a motion to adopt the meeting rules.

**A motion was made by Richard Tabekin to adopt the meeting rules as distributed and attached to the minutes of record. The motion was seconded by Paul Ruf and unanimously carried.**

John Monaco, Owner, stated that the meeting rules are not distributed well enough in advance.

### APPOINTMENT OF RECORDING SECRETARY

Mr. Lifrieri appointed Lisette Bouwman to serve as Recording Secretary.

### PROOF OF NOTICE OF ANNUAL MEETING

Notice of the Annual Meeting was mailed to all Owners of record on March 23, 2015. The Affidavit of Mailing was filed with the Association records.

### APPROVAL OF AGENDA

Mr. Lifrieri presented the Agenda as distributed. Since there was no objection, the Agenda was adopted.

### APPROVAL OF 2014 ANNUAL MEETING MINUTES

Mr. Lifrieri stated the May 23, 2014 Annual Meeting Minutes were provided as a hand-out during registration. Mr. Lifrieri inquired if there were any objections in adopting the 2014 Annual Meeting Minutes. There being no objection, the minutes were approved and adopted.

### APPOINTMENT OF INSPECTOR OF ELECTION

Mr. Lifrieri appointed Paul Gremel as Inspector of Election. Stephanie Paul and Benedict Pineda were appointed Tellers and Malcolm Wright, Owner, as Observer of the tabulation.

Mr. Lifrieri announced the candidates for A-Members of the Board were: Aris van Bijsterveldt, James Fanning, Anthony Ferraro and Michael Marino. The candidates for B-Member of the Board were: Craig Ouellette and Paul Ryan. Mr. Lifrieri called for additional nominations from the floor for the positions of A-Member of the Board. There being none, nominations were closed. Balloting was conducted for the positions on the Board of Directors.

### **BOARD OF DIRECTORS REPORT**

Mr. Lifrieri referred to Rule 6b of the Meeting Rules which states that the reports given during the meeting will be limited to the presentation of the reports. All questions as a result to the reports will be entertained during the Question and Answer Session after the Annual Meeting. Members present were to write their questions on a 3x5 card with their name and email address should their questions be unanswered during the session; the Board would contact them with the assurance that their personal information was not to be made public.

### **FINANCIAL REPORT**

Abby Bailey presented the Financial Report. Highlights included:

- The 2014 Audited Financials are in the final review stage, and the Association is expected to obtain an unqualified opinion.
- The Operating Fund ended with a positive life to date fund balance of \$188,706 after a 2014 surplus of \$202,306. In first quarter 2015, the Operating Fund ended with a slight deficit of \$61,611.
- The 2014 Reserve Fund finished with a balance of \$12,091,494. At the end of the 1st quarter of 2015, the balance was \$16,337,135. Funds are currently being accumulated for a 2019 hard goods renovation, among other projects.
- For Accounts Receivables, over 98% of owners paid their maintenance fee within the year it was billed. In the first quarter of 2015, over \$16,000,000 was billed to the owners with less than \$1,000,000 outstanding which is 4.6%.

### **RESORT OPERATIONS REPORT**

Erwin Noguera presented the Resort Operations Report. Highlights included:

- Current Overall Satisfaction score is at 89.9%
- Refurbishments for 2014 were completed successfully
- Energy conservation efforts: 2014 savings of 162,991 kilowatt-hours when compared to year 2013, with a savings of \$47,267 at a rate of .29 cents per kilowatt-hours.
- Reserve projects completed in 2014 and 1<sup>st</sup> quarter of 2015 were discussed
- Reserve projects started and in progress were discussed and a space planning map was presented for upcoming projects
- The study of washers and dryers is in progress pending information to be presented to the Board and will be shared with Owners requesting their preference.
- Aruban Government Labor Laws continue to change.
- Announcement of the draft beach policy initiated by the government was discussed.
- Marriott's Aruba Ocean Club Associates Lillian Britten and Mike Rodriguez each qualified and participated in Orlando, Florida at the Way To Go celebration. To date, Aruba Ocean Club has had 4 participants recognized.
- Talent Acquisition: new hires and departmental changes were shared

Mr. Lifrieri stated that under the governing documents, the 2014 Audited Financial Report of the Association is to be submitted for adoption. Mr. Lifrieri inquired if there were any objections in adopting the 2014 Financial Audited report. There being no objection, the 2014 Financial Audited Report were adopted.

### **NEW BUSINESS**

#### **Announcement of 2016 Annual Meeting Date**

The 2016 Annual Meeting is scheduled for May 20, 2016 at 9:00 a.m.

