

WORLDMARK, THE CLUB
REGULAR MEETING OF THE BOARD OF DIRECTORS

June 17, 2021
Orlando, FL

1. CALL TO ORDER

In attendance were Cecilia Cuevas, President and Director; Linda Hildebrant, Vice President and Director; Bob Hartsock, Secretary and Director; Mark Payette, Director; Kevin Maciulewicz, Director; Richard Scinta, Wyndham Destinations Vice President – Club and Association Governance; Stephanie Shugarts, Wyndham Destinations Director – Owner Relations; Jodi Rogers, Wyndham Destinations Vice President – Accounting; Tim Dierks, Wyndham Destinations Director – Club Management; Sheriff Masry, Wyndham Destinations Divisional Vice President; Shawn Losk, Wyndham Destinations Director – Accounting; Annie Roberts, Wyndham Destinations Senior Vice President – Owner Services and Club Management; Trina Miller, Wyndham Destinations Vice President; David Oigarden, Wyndham Destinations Vice President – Legal; Sharron Lawley, Wyndham Destinations Manager – Club Management; Geoff Richards, Wyndham Destinations Chief Operating Officer; Kristin Bendt, Wyndham Destinations Manager - Hospitality Content; Angela Bishop, Wyndham Destinations Senior Director - Contact Center; Aries Pangan, Wyndham Destinations Manager - Owner Services; Kimberly Kornmeyer, Wyndham Destinations Manager - Accounting, Anna Walker, Wyndham Destinations Manager - Owner Education; and John Henley, WorldMark member.

2. MEETING MINUTES

The Board reviewed the minutes from the March 4, 2021 board meeting, after which the following motion was made:

UPON A MOTION TO APPROVE THE MINUTES FROM THE MARCH 4, 2021 BOARD MEETING, duly made by Linda Hildebrant and seconded by Mark Payette, the minutes were unanimously approved.

3. PRESIDENT’S REPORT

Cecilia Cuevas shared that the board hopes to meet in Southern California for the third quarter board meeting and hopes to hold the Annual Meeting virtually with a small in-person component to ensure adherence to social distancing and safety regulations.

4. TREASURER’S REPORT

Jodi Rogers reviewed the Treasurer’s Report dated March 31, 2021, including profits and losses, total revenues, total expenses, assessment receivables and reserves.

5. RESORT OPERATIONS HIGHLIGHTS

Sheriff Masry reviewed the Resort Operations Highlights for the period ending March 31, 2021.

6. SERVICES AND CLUB MANAGEMENT UPDATE

Tim Dierks provided an update on Club Services statistics and introduced campaigns to help owners plan and maximize their vacations. Aries Pangan and Angela Bishop updated the board on activities in Clark, Philippines.

7. MONTHLY FINANCIAL REVIEW

The Financial Review Committee was provided the Financial Package for the month ending January 31 on February 25, for the month ending February 28 on March 25, the month ending March 31 on April 28, and for the month ending April 30 on May 28.

UPON A MOTION TO ACKNOWLEDGE AND RATIFY THE REVIEW OF THE REFERENCED FINANCIAL PACKAGES, duly made by Mark Payette and seconded by Cecilia Cuevas, the motion was unanimously approved.

8. TRANSFER AUTHORIZATION

The Board, by written resolution dated February 14, 2019, authorized management to transfer association funds from the operating and reserve accounts related to the operation of the resorts and association. The detail of all such transfers made during the period of January 1, 2021 through April 30, 2021 was provided to the Board as part of the Monthly Financial Packages.

UPON A MOTION TO RATIFY ALL OF THE TRANSFERS MADE TO AND FROM THE ASSOCIATION'S OPERATING AND RESERVE ACCOUNTS FOR THE PERIOD OF JANUARY 1 THROUGH APRIL 30, duly made by Linda Hildebrant and seconded by Cecilia Cuevas, the motion was unanimously approved.

9. AUDITED FINANCIAL STATEMENT

Jodi Rogers presented the Financial Statement and Independent Auditor's Report as of December 31, 2020.

UPON A MOTION TO ACCEPT THE FINANCIAL STATEMENT AND INDEPENDENT AUDITOR'S REPORT AS OF DECEMBER 31, 2020, duly made by Bob Hartsock and seconded by Kevin Maciulewicz, the motion was unanimously approved.

10. RESERVE EXPENDITURES

Sheriff Masry explained the factors contributing to the reserve expenditure requests, noting the proposed acceleration and postponement of certain scheduled projects in 2021 and 2022.

UPON A MOTION TO APPROVE THE UPDATED 2021 AND 2022 RESERVE REQUESTS AS PRESENTED IN AN AMOUNT NOT TO EXCEED AN ADDITIONAL \$22.4M TO THE PREVIOUSLY APPROVED AMOUNT, duly made by Linda Hildebrant and seconded by Bob Hartsock, the motion was unanimously approved. The revised reserve expenditure schedule is attached as Exhibit A.

11. INVESTMENT POLICY

Jodi Rogers presented a proposed update to the Investment Policy which notes that approximately \$2M of funds may be held in liquid funds to cover unforeseen expenses which may occur during the year.

UPON A MOTION TO APPROVE THE INVESTMENT POLICY AS PRESENTED, duly made by Mark Payette and seconded by Linda Hildebrant, the motion was unanimously approved. The updated Investment Policy is attached as Exhibit B.

12. CANDIDATES

Bob Hartsock and Mark Payette reported that two new candidate submissions were received for the 2021 election. Upon reviewing the candidate submissions against the candidate criteria, the committee advised that the candidate who submitted a completed application satisfies the requirements for candidacy and the candidate who did not submit a complete application and did not complete the application after being notified of the missing materials should be disqualified. The committee recommended the candidate who submitted the complete package and the three incumbents should appear on the ballot for the 2021 WorldMark Board of Directors election as long as background checks return clear.

UPON A MOTION TO ACCEPT THE ELECTION COMMITTEE RECOMMENDATION FOR FOUR CANDIDATES TO APPEAR ON THE BALLOT PENDING CLEAR BACKGROUND CHECK RESULTS, duly made by Bob Hartsock and seconded by Mark Payette, the motion was unanimously approved.

14. ADJOURMENT

There being no further business before the Board, the meeting was adjourned.



Bob Hartsock, Secretary



Reserves

WbW Site	Project	Current Estimated Cost	New Budget Year	Budgeted Project Y/N	Budgeted Expense	Variance to Approved Budget	Project Explanation	Original Budget Year	Original Budget Amount	SR notes
Avenue Plaza	Accelerate 60% of 2023 renovation to 2022	\$ 1,548,350.00	2022	N	\$ 2,567,000.00	\$ 1,018,650.00	Accelerate renovation to occur simultaneously with WVR unit renovation due to Domestic Water/Plumbing project. Whole building affected and must be done by stack vs. by floor	2023	\$ 2,567,000.00	Accelerate 38 units to 2022 (approx \$1,548,350), keep 25 units (approx \$1,018,650) in 2023 reno year.
Big Bear	Kitchen Counter replacement	\$ 110,300.00	2021	Y/N	\$ 105,748.00	\$ (4,552.00)	Request to replace 37 kitchen countertops with granite counters due to damage to formica counters. 2021 budget was to replace all 72 units with laminate countertops	2023	\$ 105,748.00	\$2,981 per unit. Remaining cost for 35 units is approx. \$104,340
Big Bear	Request to accelerate Ext. Paint to 2021	\$ 550,345.00	2021	Y	\$ -	\$ (550,345.00)	Request to accelerate to 2021. Currently scheduled for 2022. Can defer 2022 wood replacement component (currently \$249,675). PM stated that some wood repairs could be completed with funds allocated for painting and then defer remaining wood replacement component several years.	2022	\$ 550,345.00	
Depoe Bay	Unit interior renovation	\$ 2,650,303.00	2021	Y	\$ 2,395,486.00	\$ (254,817.00)	Unit interior renovation	2021	\$ 2,395,486	Material and labor cost increases in remote market. Working on VE items. No contingency included and we will need contingency
Discovery Bay	ADA unit interior upgrades	\$ 262,587.00	2021	N	\$ -	(\$262,587)	estimated, no contingency	New	\$ -	Kitchen and bath upgrades to support ADA compliance
Discovery Bay	Unit interior renovation	\$ 4,285,395.00	2021	Y	\$ 4,184,395.00	(\$101,000)	would like to add wall heaters to renovation scope for \$101,000. Also have CO's that are currently covered in the estimated project cost but leave less than 3% contingency in the project	2021	\$ 4,184,395	Budget overruns: raw material costs for cabinets and countertops

Reserves (continued)

Exhibit A

WbW Site	Project	Current Estimated Cost	New Budget Year	Budgeted Project Y/N	Budgeted Expense	Variance to Approved Budget	Project Explanation	Original Budget Year	Original Budget Amount	SR notes
Gleneden	Roofs, Residential Buildings	\$ 1,005,000.00	2021	Y	\$ 297,645.00	(\$707,355)	All residential buildings and request to add Rec building roof. Stand alone Rec Bldg. roof cost is estimated at \$85,000.	2020/2021	\$ 297,645	
Gleneden	Beach Erosion	\$ 4,035,058.80	2021	Y	\$ 2,884,234.00	\$ (1,150,824.80)	\$3.1M unbudgeted project. \$300K allocated funds in 2020, remainder in 2021 per SD/Amy Conde. Project may be covered by Insurance, TBD	2021	\$ 3,100,000	20% contingency added to budget in 2021 - \$\$672,510. **Insurance payout of \$2.5M (less \$100K deductible will lower the variance to approved budget \$\$
Gleneden	Beach Erosion	\$ 3,194,232.00	2022	N	\$ -	\$ (3,194,232.00)	currently unbudgeted expense	New/unscheduled expense	\$ -	See attached tab. 2022 projected expense for: Legal/ Permitting, Revetment/ Engineering & 20% contingency per SD
Kihei	Unit interior renovation	\$ 26,500,000.00	2022	Y	\$ 14,860,013.00	\$ (11,639,987.00)	Deferred to 2022 due to estimated cost vs. 2021 budget. Project scope and GC estimates are being reviewed by Strategic Development. Includes \$4.4M estimate for HVAC; remediation and build back @ \$2.4M; \$1.4M for fire panel; and unit interior renovation. Asking for \$2.5M contingency.	2021	\$ 14,860,013	ORIGINAL budget amount (column J) includes previously BOD approved \$2.2M add for HVAC. Material and labor increases.
Kona	Unit interior renovation & Common Area components	\$ 16,312,000.00	2021		\$ 13,908,201.00	\$ (2,403,799.00)	10.7M GC; \$737K remediation; \$1.4M FF&E; \$585K Fire Panel; \$17K HVAC upgrades; \$73K consultants	2020	\$ 13,908,201	

Reserves (continued)

Exhibit A

WbW Site	Project	Current Estimated Cost	New Budget Year	Budgeted Project Y/N	Budgeted Expense	Variance to Approved Budget	Project Explanation	Original Budget Year	Original Budget Amount	SR notes
McCall	Residential Roofs	\$ 1,371,000.00	2021	N	\$ 1,236,735.00	\$ (134,265.00)	Project over budget due to higher GC costs, change orders and cost of materials.	2020	\$ -	6-8 units each year are being taken out of order due to ice dam melts in the attic space causing water damage in the units. Request to add Pool Building to scope of current project. Cost for Pool Bldg is not included in Current Estimated Cost in column C. SD is still investigating VE options to solve the problem.
Multiple	ADA related	\$ 966,677.00	2021	N	\$ 355,000.00	\$ (611,677.00)	ADA Assessments, conceptual/schematics	2021	\$ 355,000	See attached tab
Multiple	Design Fee	\$ 663,310.00	2021	Y	\$ 890,000.00	\$ 226,690.00	Request to accelerate/release budgeted funds in 2022 for Design fees for unit interior renovations in 2021 Budget year due to long lead times for Design and procurement	2022	\$ 1,750,031	2023 Q1 & Q2 projects: Bear Lake, Grand Lake, Hunt-Stablewood, Lake of the Ozarks, LV Tropicana, Red River, W. Yellowstone
Multiple	Defer unit interior renovations 2024	NA	2024	Y	\$ -	\$ -	see attached tab- Reno Cycle-Revised	2023	NA	See attached tab. NONE for BOD approved 2021 and 2022 renovations, but does affect future CF requirements
St. George	ADA unit interior upgrades	\$ 250,000.00	2021	N	\$ -	(\$250,000)	estimated, no contingency	New	\$ -	Kitchen and bath upgrades to support ADA compliance
St. George	Unit interior renovation	\$ 10,505,460.00	2021	Y	\$ 9,303,915.00	\$ (1,201,545.00)	Unit interior renovation	2021	\$ 9,303,915	Material and labor cost increases in remote market.
Sundance	Poly Butylane (piping) replacement	\$ 155,000.00	2022	N	\$ -	\$ (155,000.00)	Anticipated pipe failure; request to replace all domestic water piping to guest units. In USD	New	\$ -	Strata insurance policy increase to \$100K deductible to any owners with Poly B piping in units. Stata responsibility ends at the valve to the unit water connection.
Sundance	Roof & Ext Siding Waterproofing	\$ 2,740,980.00	2022	Y	\$ 2,240,980.00	\$ -500,000	Material cost increases in USD	2022	\$ 2,240,980	Material cost increases in USD

Reserves (continued)

Exhibit A

WbW Site	Project	Current Estimated Cost	New Budget Year	Budgeted Project Y/N	Budgeted Expense	Variance to Approved Budget	Project Explanation	Original Budget Year	Original Budget Amount	SR notes
Windsor	Deck & trellis replacement; Roof repairs	\$ 1,049,115.00	2021	N	\$ 953,145.00	\$ (95,970.00)	GM requests to use funds allocated for roofs to do this work. Roofs have been deferred based on roofing report and condition assessment.	2022	\$ 952,145	Asphalt Shingle Roofs scheduled in 2022 for \$952,145 were deferred to 2034 based on Roofing Assessment provided by the site. Roof inspection allows site to defer both roof types (Asphalt shingle and flat roofs), but need to ADD Roof Repair Costs in 2021, approx. \$26,500. Funds allocated in 2021: \$96,970 (Building Walkways/Stairs \$57,994 & Wood Trellis Paint \$38,976) can be used towards balcony/trellis rot & replacement project. The cost estimate to complete the wood rot project is new, unanticipated expense that was not previously captured in the CF. Cost to remove/replace Solar Panels has been added as a recurring expense at the time of the Asphalt Roof replacement - ADD approx. \$772,000 in 2034.
West Yellowstone	Ext. Pool Project	\$ 2,986,881.00		Y	\$ 2,917,780.00	\$ (69,101.00)			\$ 2,917,780	Data to Dectron dehumidification Unit, Onity Lock replacement, contingency 20K added to COR #
Wolf Creek	Unit interior renovation	\$ 3,598,944.00	2021	Y	\$ 3,565,969.00	\$ (32,975.00)	Bathroom remediation & additional labor costs due to FF&E delays	2021	\$ 3,565,969	Misc. remediation, Supply chain issues, Floor leveling; and additional labor to open by Memorial day
Wolf Creek	ADA unit interior upgrades	\$ 321,807.00	2022	N	\$ -	(\$321,807)	estimated, no contingency	2022	\$ -	Kitchen and bath upgrades to support ADA compliance
Total		\$ 85,062,744.80			\$ 62,666,246.00	\$ (22,396,498.80)				

ADA Expense

Exhibit A

Res	Resort	Item	Project Description	Interior/Exterior	Scheduled/Unscheduled	QT	Unit of Measurement	Price / Unit Cost	Unit Budget Amount	2020 Rollover	2021 Board Approved REVISSED 2021 BOD			Notes	
											Budget (Oct. 2019)	Approved Budget (Oct.2020)	REVISSED 2021 Budget		
SD	WM01-100	ADA	**ADA Additional Funds	2021 ADA Expenses	Interior	Scheduled	1	LUMP SUM	\$ 355,000	\$ 355,000		\$ -	\$ 355,000	\$ -	Additional ADA funds approved for interior and exterior on 3/4/2021- ADA funds allocated to appropriate projects- KR
SD	WM01-143	Arrow Point	143-ADA Assessment-INT	ADA -INT	Interior	Unscheduled	1	LUMP SUM	\$ 44,550	\$ 44,550		\$ -	\$ -	\$ 44,550	ADA Assessment (\$4,500)Architecturals(\$36,000); contingency (\$4,050) SR
SD	WM01-143	Arrow Point	143-ADA Assessment-EXT	ADA -EXT	Exterior	Unscheduled	1	LUMP SUM	\$ 10,890	\$ 10,890		\$ -	\$ -	\$ 10,890	ADA Assessment (\$900)Architecturals(\$9,000); contingency (\$990) SR
SD	WM01-111	Bass Lake	111-ADA Assessment/Scan Conversion	Blue Accessibility Consultants	Interior	Unscheduled	1	LUMP SUM	\$ 6,000	\$ 6,000		\$ -	\$ -	\$ 6,000	Unbudgeted costs for the unit ADA Assessment-Interior SR
SD	WM01-111	Bass Lake	111-ADA Assessment-EXT	Blue Accessibility Consultants	Exterior	Unscheduled	1	LUMP SUM	\$ 1,500	\$ 1,500		\$ -	\$ -	\$ 1,500	Unbudgeted costs for the ADA Assessment-Exterior SR
SD	WM01-142	Bison Ranch	142- ADA Assessment		Interior	Unscheduled	1	LUMP SUM	\$ 13,850	\$ 13,850	\$ 13,850	\$ -	\$ -	\$ 13,850	Assessment was completed in 2020 needs to be paid in 2021. Was not paid for in 2020 with the allocation- KR
SD	WM01-150	Camlin	150- ADA Assessments		Interior	Unscheduled	1	LUMP SUM	\$ 44,500	\$ 44,500		\$ -	\$ -	\$ 44,500	Cost for ADA Assessment Realityty \$40,000 & Blue Accessibility \$4,500- KR
SD	WM01-135	Canadian	ADA - Architectural Design/Review		Interior	Unscheduled	1	LUMP SUM	\$ 43,500	\$ 43,500		\$ -	\$ -	\$ 34,687	Architectural Design and Administration proposal from CHIL Interior Design \$43,500 CAD; adjusted for USD. SR
SD	WM01-113	Discovery Bay	113-ADA- INTERIOR	ADA Survey/assessment, Architectural Drawings, Scanning/Drafig & Reimbursables	Interior	Unscheduled	1	LUMP SUM	\$ 76,403	\$ 76,403		\$ -	\$ -	\$ 76,403	Unbudgeted costs for ADA Assessment for 6 unit interiors: \$3,468.80; Architecturals: \$32,000; Scanning/drafting: \$20,934.35; and reimburables: \$20,000 (estimated) SR
SD	WM01-156	Estes Park	156- ADA Assesment/ Schematic Drawings	ADA Assessment & Schematic drawings	Interior	Unscheduled	1	LUMP SUM	\$ 46,500	\$ 46,500		\$ -		\$ 46,500	ADA Assessment (Blue Accessibility \$7,500; Conceptual/Schematic Design \$39,000 Relativity) SR

ADA Expense (continued)

Exhibit A

Res Division	Resort Code/B SibleU	Resort	Item	Project Description	Interior/ Exterior	Scheduled/ Unscheduled	QT Y	Unit of Measu ment	Price / Unit Cost	Budget Amount	2020 Rollover	2021 Board REVISED 2021		REVISIED 2021 Budget	Notes
												Approved Budget (Oct. 2019)	BOD Approved Budget (Oct.2020)		
SD	WM0 01- 174	Granby	174- ADA Assessment	ADA Assessment & Schematic drawings	Interior	Unscheduled	1	LUMP SUM	\$ 26,850	\$ 26,850			\$ -	\$ 26,850	ADA Assessment (Relativity \$19,350; Conceptual/Schematic Design \$7,500 Blue Accessibility) SR
SD	WM0 01- 108	Lake Tahoe	108-ADA Assessment/Ar chitectural	ADA Assessment, architectural drawings, scanning	Interior	Unscheduled	1	LUMP SUM	\$ 54,420	\$ 54,420			\$ -	\$ 54,420	ADA Assessment: \$3,600, architectural drawings: \$44,000, scanning: \$4,420 and reimbursables: \$2,400 (estimated) in advance of the 2021 interior renovation. Does not include costs for ADA improvements - cost TBD SR
SD	WM0 01- 103	Mariner Village	103-ADA Assessment/De sign Fees-INT	ADA Assessment, architectural drawings	Interior	Unscheduled	1	LUMP SUM	\$ 55,090	\$ 55,090			\$ -	\$ 55,090	Unbudgeted costs for ADA Architecturals (\$40,000); ADA Assessment (\$2,800); contingency (\$12,290). These costs do not provide for actual costs to update the unit interiors to meet ADA compliance. Cost provided by Project Manager. SR
SD	WM0 01- 103	Mariner Village	103-ADA Assessment/De sign Fees-EXT	ADA Assessment, architectural drawings	Exterior	Unscheduled	1	LUMP SUM	\$ 11,770	\$ 11,770			\$ -	\$ 11,770	Unbudgeted costs for ADA Architecturals (\$10,000); ADA Assessment (\$700); contingency (\$1,070.). These costs do not provide for actual costs to update the exterior and common areas to meet ADA complianceCost provided by Project Manager. SR
SD	WM0 01- 133	Orlando- Kingstow n Reef	ADA Design-INT	ADA Design & Construction Documents	Interior	Unscheduled	1	LUMP SUM	\$ 68,717	\$ 68,717		\$ -	\$ -	\$ 68,717	BRPH proposal for four ADA units design and constructions documents, construction administration & \$600. reimbursable expenses
SD	WM0 01- 133	Orlando- Kingstow n Reef	ADA Assessment- INT	Unit interior assessment	Interior	Unscheduled	1	LUMP SUM	\$ 9,200	\$ 9,200			\$ -	\$ 9,200	ADA Assessment performed in 2020 due to legal compliance issues. (\$13,700 total invoice from BRPH dated 6/8/2020. \$4,500 common area cost HOA responsibility). SR
SD	WM0 01- 110	Palm Springs	110- ADA/Exterior	ADA Accessible aisle at Front Portico	Exterior	Unscheduled	1	LUMP SUM	\$ 50,000	\$ 50,000				\$ 50,000	Unbudgeted costs for ADA improvements for an accessible aisle at the front entrance/portico SR
SD	WM0 01- 131	Pinetop	131- ADA Assessment		Interior	Unscheduled	1	LUMP SUM	\$ 18,750	\$ 18,750	\$ 18,750	\$ -	\$ -	\$ 18,750	Assessment was completed in 2020 needs to be paid in 2021. Was not paid for in 2020 with the allocation- KR
SD	WM0 01- 116	Pismo Beach	116- ADA Assessment/Int erior	ADA Assessment	Interior	Unscheduled	1	LUMP SUM	\$ 3,250	\$ 3,250			\$ -	\$ 3,250	Unbudgeted costs for ADA Assessments for 2022 interior unit renovation
SD	WM0 01- 116	Pismo Beach	116- ADA Assessment/Ex terior	ADA Assessment	Exterior	Unscheduled	1	LUMP SUM	\$ 3,250	\$ 3,250			\$ -	\$ 3,250	Unbudgeted costs for ADA Assessments for common area/exterior SR

ADA Expense (continued)

Exhibit A

Res pon sible U	Resort Code/B	Resort	Item	Project Description	Interior/ Exterior	Scheduled/ Unscheduled	QT Y	Unit of Measu rement	Price / Unit Cost	Budget Amount	2020 Rollover	2021 Board	REVISED 2021	REVISED 2021 Budget	Notes
												Approved Budget (Oct. 2019)	BOD Approved Budget (Oct.2020)		
SD	WM0 01- 139	Reno	139-ADA Assessment- INT	ADA Assessment	Interior	Unscheduled	1	LUMP SUM	\$ 6,000	\$ 6,000		\$ -	\$ -	\$ 6,000	Unbudgeted costs for ADA Assessments for 2022 interior unit renovation, PR
SD	WM0 01- 139	Reno	139-ADA Assessment- EXT	ADA Assessment	Exterior	Unscheduled	1	LUMP SUM	\$ 1,500	\$ 1,500		\$ -	\$ -	\$ 1,500	Unbudgeted costs for ADA Assessments for common area/exterior. PR
SD	WM0 01- 157	San Francisco	ADA Modifications	2020-WbW WM001-157-EXT LBBY	Exterior	Unscheduled	1	LUMP SUM	\$ 115,00 0	\$ 115,000		\$ -	\$ -	\$ 115,000	PMA 7/16/2020 \$415,280 / Amendment #1 4/24/2021 New PMA Total 547,914- there is \$336,756 hitting in 2021 (ADDED ADA Modification \$115K, & Bathroom Remodel \$17,634) -KR
SD	WM0 01- 152	Seaside	152-ADA- Architect Work	ADA Drawings	Interior	Unscheduled	1	LUMP SUM	\$ 56,000	\$ 56,000	\$ 56,000	\$ -	\$ -	\$ 59,500	Project added to budget based on Legal complaint and needing to get drawing for GC's to bid ADA unit compliance for the WbW Units. Deferred from 2020 to 2021, \$56,000 SR / Cost increased based on Amy's Contract tracking doc.- KR
SD	WM0 01- 160	Solvang	160- ADA Assessment/Int erior	ADA Assessment	Interior	Unscheduled	1	LUMP SUM	\$ 3,750	\$ 3,750		\$ -	\$ -	\$ 3,750	Unbudgeted costs for ADA Assessments for 2022 interior unit renovation
SD	WM0 01- 160	Solvang	160- ADA Assessment/Ex terior	ADA Assessment	Exterior	Unscheduled	1	LUMP SUM	\$ 3,750	\$ 3,750		\$ -	\$ -	\$ 3,750	Unbudgeted costs for ADA Assessments for common area/exterior SR
SD	WM0 01- 141	St. George	141-ADA Assessment- INT.	ADA Assessment- Interior	Interior	Unscheduled	1	LUMP SUM	\$ 4,800	\$ 4,800		\$ -	\$ -	\$ 4,800	Unbudgeted costs for ADA Assessment for 7 unit interiors SR
SD	WM0 01- 141	St. George	141-ADA Assessment- EXT.	ADA Assessment- Exterior	Exterior	Unscheduled	1	LUMP SUM	\$ 1,200	\$ 1,200		\$ -	\$ -	\$ 1,200	Unbudgeted costs for ADA Assessment exterior/common areas SR
SD	WM0 01- 141	St. George	141-ADA Arch. Drawings-INT.	ADA Drawings- Interior	Interior	Unscheduled	1	LUMP SUM	\$ 56,000	\$ 56,000		\$ -	\$ -	\$ 56,000	Unbudgeted costs for Architectural Drawings for 7 ADA unit interiors SR
SD	WM0 01- 141	St. George	141-ADA Arch. Drawings-EXT.	ADA Drawings- Exterior	Exterior	Unscheduled	1	LUMP SUM	\$ 14,000	\$ 14,000		\$ -	\$ -	\$ 14,000	Unbudgeted costs for Architectural Drawings for ADA exterior/common areas SR

ADA Expense (continued)

Exhibit A

Resort Resort Code/B Resort	Resort	Item	Project Description	Interior/ Exterior	Scheduled/ Unscheduled	Unit of Measurement	Price / Unit Cost	Budget Amount	2020 Rollover	REVISED 2021			Notes	
										2021 Board Approved Budget (Oct. 2019)	BOD Approved Budget (Oct.2020)	REVISED 2021 Budget		
SD	WM0 01- 127	Wolf Creek	127- ADA Assessment (Ext scope only)	Common area ADA assessment	Exterior	Unscheduled	1 LUMP SUM	\$ 2,500	\$ 2,500		\$ -	\$ -	\$ 2,500	Added to 2020 budget and pulled-in 2021 project. PAR
SD	WM0 01- 127	Wolf Creek	127- *Additional Costs- ADA survey and Drawings	ADA survey and Drawings	Interior	Unscheduled	1 LUMP SUM	\$ 14,088	\$ 14,088		\$ -	\$ 14,088	\$ 48,000	Drawing were completed in 2020 but was not paid for.
SD	WM0 01- 105	Lake Chelan	178- ADA Assess/Schemati c-INT	ADA Assessment & Schematic drawings	Interior	Unscheduled	1 LUMP SUM	\$ 14,500	\$ 14,500		\$ -	\$ -	\$ 14,500	ADA Assesment (Blue Accessibility \$4,500); ADA Schematics/Design (Relativity \$10,000) SR
SD	WM0 01- 178	Lake House	178- ADA Assess/Schemati c-INT	ADA Assessment & Schematic drawings	Interior	Unscheduled	2 LUMP SUM	\$ 16,150	\$ 16,150		\$ -	\$ -	\$ 16,150	ADA Assesment (Blue Accessibility \$3,750); ADA Schematics/Design (Relativity \$12,400) SR
SD	WM0 01- 178	Lake House	178- ADA Assess/Schemati c-EXT	ADA Assessment & Schematic drawings	Exterior	Unscheduled	3 LUMP SUM	\$ 10,350	\$ 10,350		\$ -	\$ -	\$ 10,350	ADA Assesment (Blue Accessibility \$3,750); ADA Schematics/Design (Relativity \$6,600) SR
SD	WM0 01- 190	Zihuatan ejo	190- ADA Assessment/De sign Fees-INT	ADA Assessment, architectural drawings	Interior	Unscheduled	1 LUMP SUM	\$ 29,500	\$ 29,500		\$ -	\$ -	\$ 29,500	Unbudgeted costs for ADA Assessments for the interior unit renovation
								\$ 1,293,078	\$ 1,293,078	\$ 88,600	\$ -	\$ 369,088	\$ 966,677	

Reno Cycle - Revised

Exhibit A

Current and Proposed Renovation Year for Interior Projects

ASSOCIATION	Resort	TOTAL UNITS	RENO CYCLE	SITE	CODE	Last Reno	Scheduled Reno Year	Next Reno Type	Quarter	Final NEW Updated Reno Year	Comments
							Previously pushed once due to COVID/Staffing				
							Previously pushed twice due to COVID/Staffing				
							Reno Year TBD				
Avenue Plaza WbW	Wyndham Avenue Plaza	63	6/12	158	WM001	2016	2023	12	Q3	2023	WorldMark should be seperated into 2 phases
Northshore Estates II Owners' Association	WorldMark Bass Lake	61	6/12	111	WM001	2017	2023	12	Q1	2024	
WorldMark, The Club Eagles Crest	WorldMark Eagle Crest	112	6/12	101	WM001	2016	2023	18	Q1	2024	
WorldMark, The Club Marble Falls	WorldMark Marble Falls	94	6/12	193	WM001	2016	2023	6	Q1	2024	
WorldMark, The Club Surfside	WorldMark Surfside	25	6/12	112	WM001	2015	2023	12	Q1	2024	
Reunion WbW	Reunion	134	6/12	175	WM001	2018	2024	12	Q3	2025	
WorldMark, The Club Big Bear	WorldMark Big Bear	120	6/12	119	WM001	2017	2024	24	Q4	2023	
WorldMark, The Club Canmore	WorldMark Canmore-Banff	112	6/12	166	WM001	2016	2024	12	Q1	2025	
WorldMark, The Club Las Vegas - Spencer St.	WorldMark Las Vegas - Spencer St.	42	6/12	121	WM001	2018	2024	6	Q2	2025	
WorldMark, The Club Running Y	WorldMark Running Y	95	6/12	120	WM001	2018	2024	12	Q1	2025	Could potentially push to 2025
WorldMark, The Club Estancia	WorldMark St. George-Estancia	32	6/12		WM001	NEW- 2018	2024	6	Q4	2025	
WorldMark, The Club Deer Harbor	WorldMark Deer Harbor	29	6/12	163	WM001	2019	2025	12	Q1	2026	Move to 7/14 Reno Cycle after 2026 renovation
WorldMark, The Club Marina Dunes	WorldMark Marina Dunes	33	6/12	128	WM001	2019	2025	12	Q3	2026	
WorldMark, The Club San Francisco	WorldMark San Francisco	88	6/12	157	WM001	2020	2026	18	Q1	2027	
WorldMark, The Club Moab	WorldMark Moab	159	6/12		WM001	2021	2027	6		2028	

OPERATING AND RESERVE ACCOUNT INVESTMENT POLICY

The Board of Directors of WorldMark, The Club (the "Association") does hereby adopt this Investment Policy for the Operating and Reserve accounts under action taken at their meeting held on the 17th day of June, 2021, and authorizes the Association's managing agent to invest funds on behalf of the Association, as specified herein.

The Board of Directors understands that this Investment Policy is only for the Operating and Reserve accounts.

The Board of Directors will formally review these guidelines at least on an annual basis. The Board of Directors must approve in writing any changes to or deviations from this policy during the year. It is understood that the Board of Directors can approve changes electronically.

Purpose

This policy is designed to provide written guidelines for individuals responsible for the investment of the Association's operating and reserve funds. Money invested by the Association represents funds necessary for operations and capital reserves required to maintain the quality and value of the commonly-owned property of the Association members.

Investment objectives and portfolio guidelines

All investments should meet the following objectives in the order listed:

1. Safety of principal
2. Adequate liquidity, and
3. Maximization of yield

Conservative investments are most appropriate for these accounts given the liquidity requirements that are anticipated. As the Association does not want to incur principal losses and expects to hold all investments to maturity, the primary and secondary investments in these accounts are expected to be as follows:

Primary Investment Types

1. Money market funds
2. FDIC-insured certificates of deposit (CDs) or similar instruments (i.e. Insured Savings Accounts) in amounts not to exceed the applicable limit (including accrued interest) per bank.
3. United States Treasury securities

Secondary Investment Types

Applicable only to Reserve funds in amounts not exceeding 50% of total Reserves

1. United States Government Agency securities, and
2. Insured, AAA rated tax-free municipal securities, with an underlying issuer rating of at least A
3. Funds composed primarily of United States Treasury Securities and/or United States Government Agency securities.

Liquidity will be managed by the Association's managing agent to ensure all cash flow requirements are met. It is permissible to liquidate an investment before maturity if a liquidity need must be met.

Operating account

The operating account will maintain liquid funds in an amount which will cover the next month's operating expenses. These funds will be invested primarily in money market funds, repurchase agreements of U.S. Treasury/Agency securities, interest bearing checking or money market savings accounts. In addition, it is expected that short term (1-12 month) FDIC insured CDs and United States Treasury obligations will be purchased and that their maturities will be selected to meet the liquidity needs planned for each month during the year. It is also expected that all operating funds will usually be spent during the year. If there are funds in excess of one month's

operating expenses at the close of the fiscal year, those excess funds may be moved to the reserve account, in accordance to any applicable association documents and State guidelines.

Reserve account

Reserve funds may be invested in securities mentioned above, based upon the most recent Reserve Study and capital expenditure budget. These investments should have an effective maturity of 10 years or less at the time of purchase. It is anticipated that \$2 million of reserve funds will be held in liquid funds (primarily money market accounts) to cover unforeseen expenses which may occur during the year.

Administration and Reporting

The Board of Directors may select and approve a professional financial advisor to assist and make investment recommendations under this policy. Such selection process will give special consideration to the financial advisor’s association-specific investment expertise, product availability, and anticipated investment costs (i.e. account maintenance fees, commissions and other transaction costs). This investment policy will be given to such financial advisor.

The managing agent shall be responsible and is authorized to carry out investment decisions as outlined by this policy. This includes but is not limited to, authorization to open and maintain accounts with financial institutions and to place orders for securities with such financial institutions. The Board of Directors and the managing agent are responsible for filling out all required documents completely and accurately as required by the financial institution holding the accounts.

The managing agent will prepare and submit investment reports at least on a quarterly basis. These reports will include the balances, interest rates and maturity dates for each of the investments. The Board of Directors reserves the right to gain access to all records pertaining to the Association’s investments. These records are to be supplied by the managing agent.

Authorized Signature

Date

Please Print Name

Title