

WORLDMARK, THE CLUB
SPECIAL MEETING OF THE BOARD OF DIRECTORS

July 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; Tim Dierks, Wyndham Destinations Director – Club Management; Sheriff Masry, Wyndham Destinations Divisional Vice President; 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; Marta Wladycka, Wyndham Destinations Director, Inventory Management; Dionisia Cardenas, Wyndham Destinations Manager – Rental Operations; and John Henley, WorldMark member.

2. RATIFICATION OF UNANIMOUS CONSENT

On June 22, the board of directors executed a resolution by unanimous written consent to appoint Tremell Ollie, Jamie Mills and Tyler VonNeida each as Assistant Secretary of the Club, for so long as he/she is an employee of the Manager, and for the sole purpose of acting as the Club's representative with respect to association matters including, but not limited to serving as an officer or director of the association.

UPON A MOTION TO RATIFY THE UNANIMOUS CONSENT APPOINTING TREMELL OLLIE, JAMIE MILLS AND TYLER VONNEIDA AS ASSISTANT SECRETARIES OF THE CLUB, duly made by Linda Hildebrant and seconded by Bob Hartsock, the motion was unanimously approved.

3. UPDATES TO THE COMMUNICATIONS POLICY AND ESPP

Stephanie Shugarts explained that the Communications Policy and Election Process, Policies and Procedures both include specific dates for the Email Communication Program (ECP) related to the annual meeting and election. Language was proposed to allow the timeline for the ECP to be set annually relative to the date of the meeting because the meeting date varies from year to year. The ESPP also states "Membership access to the Tabulator's Website...shall be terminated twenty-four (24) hours prior to the 5:00 PM EST voting deadline at the Meeting." Stephanie proposed to remove the reference to 5:00PM ET because the time of the meeting and close of voting varies each year.

UPON A MOTION TO APPROVE THE REVISED LANGUAGE TO THE COMMUNICATION POLICY AND ESPP AS PRESENTED, duly made by Kevin Maciulewicz and seconded by Linda Hildebrant, the motion was unanimously approved.

4. PROPOSED GUIDELINE CHANGES

The board reviewed and discussed proposed language for Guideline A.9, Assigned Credits. Following discussion, the board agreed to take no action at the time.

The board discussed proposed language to be added to the Guidelines implementing a nightly unit reservation limit. The proposed language allows an owner to reserve no more than 10 units per resort, per night. For locations with less than 50 units, no more than 20% of the total units in the resort may be reserved.

UPON A MOTION TO APPROVE THE NIGHTLY UNIT LIMIT AS PRESENTED WITH AN IMPLEMENTATION DATE TO BE DETERMINED AND COMMUNICATED WITH THE MEMBERSHIP, duly made by Bob Hartsock and seconded by Mark Payette, the motion passed unanimously.

The board discussed a proposed update to guideline C.21 indicating that reservation confirmations will be distributed solely by email. Owners without email addresses associated with their account may print a confirmation from their account on the WorldMark website.

UPON A MOTION TO APPROVE THE GUIDELINE UPDATE TO DISTRIBUTE RESERVATION CONFIRMATIONS SOLELY BY EMAIL EFFECTIVE JANUARY 1, 2022, duly made by Linda Hildebrant and seconded by Kevin Maciulewicz, the motion passed unanimously

The board discussed a proposed update to guideline C.11 to remove the limitation on the number of weekend-only bonus time reservations an owner may enjoy per quarter based upon the number of credits they own. The proposed update will simplify the bonus time program.

UPON A MOTION TO REMOVE THE LIMITATION ON THE NUMBER OF WEEKEND-ONLY BONUS TIME RESERVATIONS AN OWNER MAY ENJOY PER QUARTER BASED UPON THE NUMBER OF CREDITS THEY OWN EFFECTIVE JANUARY 1, 2022, duly made by Bob Hartsock and seconded by Linda Hildebrant, the motion passed unanimously.

5. OWNER RENTAL

Marta Wladycka shared proposed changes to the WorldMark owner rental program. The program was suspended due to COVID-19 after the initial pilot program started a few years ago. The program will include a revenue split with 60% to the owner and 40% to Extra Holidays.

UPON A MOTION TO APPROVE THE PROGRAM AS PRESENTED, WITH AN IMPLEMENTATION DATE TO BE DETERMINED AND COMMUNICATED TO THE MEMBERSHIP, duly made by Linda Hildebrant and seconded by Bob Hartsock, the motion passed unanimously.

6. ADJOURNMENT

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



Bob Hartsock, Secretary