

WORLDMARK, THE CLUB
REGULAR MEETING OF THE BOARD OF DIRECTORS
June 11, 2025
San Francisco, CA

1. CALL TO ORDER

In attendance were *Cecilia Cuevas*, President and Director; *Mark Payette*, Secretary and Director; *Kevin Maciulewicz*, Director; *Bob Hartsock*, Vice President and Director; *Martin Hernandez*, 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; *Lisa McMenamin*, Wyndham Destinations Director – Club Management; *Becky Guthrie*, Wyndham Destinations Regional Vice President; *Stacey Mullis*, Wyndham Destinations Senior Director - Accounting; *Kristin Bendt*, Wyndham Destinations Manager – Hospitality Content; *Stacey Mullis*, Wyndham Destinations Senior Director – Accounting; *Jeff Pank*, Wyndham Destinations Vice President Resort Operations and *Alan Hopkins*, Wyndham Destinations Director of Resort Operations.

2. MEETING MINUTES

The Board reviewed the minutes from the February 27 board meeting upon which the following motion was made:

UPON A MOTION TO APPROVE THE MINUTES FROM THE FEBRUARY 27, 2025 MEETING, duly made by Mark Payette and seconded by Martin Hernandez, the minutes were unanimously approved.

The Board reviewed the minutes from the May 23 board meeting upon which the following motion was made:

UPON A MOTION TO APPROVE THE MINUTES FROM THE MAY 23, 2025 MEETING, duly made by Bob Hartsock and seconded by Mark Payette, the minutes were unanimously approved.

3. PRESIDENT’S REPORT

Cecilia Cuevas acknowledged the Club’s counsel and thanked him for his efforts on the affiliation agreement with Eddie Bauer. Cecilia also recognized the incredible efforts of the staff at WorldMark Palm Springs following the domestic terror incident that happened just a block away.

4. TREASURER’S REPORT

Jodi Rogers reviewed the Treasurer’s Report dated April 30, 2025, including profits and losses, total revenues, total expenses, assessment receivables and reserves.

5. RESORT OPERATIONS HIGHLIGHTS

Becky Guthrie reviewed the Resort Operations Highlights for the period ending April 30, 2025.

6. SERVICES AND CLUB MANAGEMENT UPDATE

Lisa McMenamin provided an update on Club Services statistics, website updates and the WorldMark app that is in development.

7. MONTHLY FINANCIAL REVIEW

The Financial Review Committee was provided the Financial Package for the month ending February 28 on March 24, for the month ending March 31 on April 29, and for the month ending April 30 on May 20.

UPON A MOTION TO ACKNOWLEDGE AND RATIFY THE REVIEW OF THE REFERENCED FINANCIAL PACKAGES, duly made by Kevin Maciulewicz and seconded by Bob Hartsock, 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 February 1, 2025 through April 30, 2025 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 FEBRUARY 1, 2025 THROUGH APRIL 30, 2025, duly made by Bob Hartsock and seconded by Martin Hernandez, the motion was unanimously approved.

9. ASSESSMENT BILLING & COLLECTION POLICY

The board reviewed the updated assessment billing and collection policy.

UPON A MOTION TO APPROVE THE ASSESSMENT BILLING & COLLECTION POLICY AS PRESENTED, duly made by Bob Hartsock and seconded by Martin Hernandez, the motion was unanimously approved.

10. APPOINT ASSISTANT SECRETARIES

Stephanie Shugarts requested that Andrew Wooten and Kristin Bendt be appointed assistant secretaries for the purpose of serving on the River Village IIIB board of directors.

UPON A MOTION TO APPOINT ANDREW WOOTEN AND KRISTIN BENDT AS ASSISTANT SECRETARIES OF WORLDMARK, THE CLUB, duly made by Bob Hartsock and seconded by Martin Hernandez, the motion was unanimously approved.

11. CANDIDATES

Mark reported that one new candidate submission was received for the 2025 election, in addition to the two incumbent candidates. Upon reviewing the candidate submission against the candidate criteria, the election committee advised that the new candidate satisfies the requirements for candidacy and passed a background check. The committee recommended that the new candidate and the two incumbent candidates should appear on the ballot for the 2025 WorldMark Board of Directors election.

UPON A MOTION TO ACCEPT THE ELECTION COMMITTEE RECOMMENDATION FOR THREE CANDIDATES TO APPEAR ON THE 2025 BALLOT, duly made by Mark Payette and seconded by Bob Hartock, the motion passed with Cecilia Cuevas abstaining.

12. RATIFICATION OF RCI AGREEMENT

The board reviewed the RCI agreement that had recently been extended to 2029 and included an updated resort list. Richard Scinta signed the agreement.

UPON A MOTION TO RATIFY THE RCI AGREEMENT AS PRESENTED, duly made by Cecilia Cuevas and seconded by Mark Payette, the motion was unanimously approved.

13. APPROVAL OF TRAVEL AND EXPENSE POLICY

The board reviewed the board's travel and expense policy and proposed an update to state that the policy applies to all "board, annual meeting and other approved travel."

UPON A MOTION TO APPROVE THE AMENDED TRAVEL AND EXPENSE POLICY, duly made by Mark Payette and seconded by Martin Hernandez, the motion was unanimously approved.

14. FUTURE MEETING DATES

The board reviewed the remaining meeting dates for 2025 which are October 1 in Park City, Utah and November 20 yet to be determined.

15. ADJOURMENT

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



Mark Payette, Secretary