REGULAR BOARD MEETING
GVB MAIN CONFERENCE ROOM - 4:00PM
THURSDAY; January 23, 2014

BOARD of DIRECTORS PRESENT:
Chairman Mark Baldyga
Theresa Arriola
Judith Guthertz
Robert Hofmann
Norio Nakajima
Vice Chairman Burce Kloppenburg
Milton Morinaga
N. Oscar Miyashita
Nathan Taimanglo
Bartley Jackson

BOARD of DIRECTORS TELEPHONICALLY:
AnnMarie Muna

BOARD of DIRECTORS ABSENT:
Jennifer Camacho
Nathan Taimanglo
Eduardo “Champ” Calvo

GVB MANAGEMENT & STAFF PRESENT:
J. Nathan Denight
Rose Cunliffe
Pilar Laguana
Debi Phillips
Laurette Perez
Antonio Muna
Meriza Peredo
Mark Manglona
Gina Kono
Colleen Cabedo
Josh Tyquingco
Doris Ada
Kraig Camacho
Dee Hernandez
Ana Cid
Felix Reyes
Nadine Leon Guerrero
Regina Nedlic
Brian Borja
June Sugawara
Nakisha Onedera
Elaine Pangelinan

GUESTS:
Stephanie G. Feones- Guam Legislature
Jasmine Stole- Marianas Variety
Olga Gerasimova- GVB Russia

Proceedings:
Meeting called to order at 4:10 p.m. by Chairman Mark Baldyga.

Review of the previous Regular Board minutes dated January 9, 2014. Exhibit A

Motion made by Director Morinaga, seconded by Director Guthertz, to approve the minutes of January 9, 2014.
Motion approved (subject to correction).
Chairman's Report:

- Thanked everyone for a great 2013 and looking forward to 2014.
- Thanked Deputy General Manager, Nathan Denight for finishing the Tourism 2020 Strategic Plan.
- Thanked Doris Ada for a job well done on the graffiti remediation.
- Suggested to have a synopsis of each market’s visitor profile to be presented to the Board – starting with Japan.
- Recognized Director Guthertz and Director Morinaga for their perfect attendance to all Board meetings last year.
- Chairman Baldyga will communicate with the Board, in regards to future attendance to Board meetings.
- Appointed Russia to be the first committee to have their 10-minute discussion on what was done in 2013 and plans for 2014, for Board feedback and suggestions.
- Would like to invite the Chief of Police to the next board meeting for a 10-minute chat about visitor safety, review the visitor safety patrol, and efforts GVB has made trying to accomplish security cameras in the tourist districts.

Acting General Manager’s Report:

Exhibit B

<table>
<thead>
<tr>
<th>Market</th>
<th>FY 12</th>
<th>FY 13</th>
</tr>
</thead>
<tbody>
<tr>
<td>Japan</td>
<td>4.87%</td>
<td>5.23%</td>
</tr>
<tr>
<td>Korea</td>
<td>1.24%</td>
<td>1.58%</td>
</tr>
<tr>
<td>Taiwan</td>
<td>0.50%</td>
<td>0.44%</td>
</tr>
</tbody>
</table>
Korea Marketing News

3 month Forecast

<table>
<thead>
<tr>
<th>Month</th>
<th>Forecast PAX</th>
<th>Last Year PAX</th>
<th>%Change</th>
<th>Seat Forecast 13</th>
<th>Seat Data 13</th>
<th>% Change Seat</th>
</tr>
</thead>
<tbody>
<tr>
<td>January</td>
<td>25,500</td>
<td>22,662</td>
<td>11.5%</td>
<td>34,040</td>
<td>31,940</td>
<td>6.6%</td>
</tr>
<tr>
<td>February</td>
<td>22,888</td>
<td>19,978</td>
<td>15.0%</td>
<td>20,416</td>
<td>23,756</td>
<td>-15.1%</td>
</tr>
<tr>
<td>March</td>
<td>25,000</td>
<td>16,327</td>
<td>58.5%</td>
<td>30,930</td>
<td>27,263</td>
<td>11.6%</td>
</tr>
</tbody>
</table>

Press Conference in Seoul

- **Date:** Thursday, January 16, 2014
- **Venue:** Hotel Marunouchi, Seoul
- **Media Present:** 17 reporters from 15 media

Korea Marketing News

3 month Activities/Programs

- **TV Home-shopping**
  - Jan.: Onlione, Tour Baksa
  - Feb.: KRT
  - Mar.: Hanjin
  - On cable TV for an 1 hour
- **MICE Groups**
  - Jan.: Webon - 50 pax (new)
  - Feb.: Webon - 100 pax (new)
  - Mar.: Easy walk tour - 200 pax (new), Lorean - 350 pax, Bunking International Middle School - 120 pax (new)

Korea Marketing News

3 month Activities/Programs

- **Golf Tournament on Guam:**
  - Feb. 27-Mar. 3: Yoobaekhyo - 100 pax
- **Korean Film Tour**
  - Mar. with Busan Agents
- **Sports Camp**
  - Jan.: Ulsan Hyundai FC - 40 pax (1/2-1/20)
  - Incheon Utd football club - 40 pax (1/13-2/9)
  - FC Seoul - 40 pax (1/17-1/26)
  - Samsung baseball team - 80 pax (1/15-2/7)
    (National championship for 2013)
  - Feb.: Samsung baseball minor team - 30 pax (2/7-3/7)

Korea Marketing News

UOG Programs

- **GVB invited UOG to join KOTFA 2013 and share a booth**

Results:
- MOU’s with Korean Universities for UOG English Immersion Studies
- UOG President Dr. Robert Underwood visited Korea late 2013
- Student exchange program now on-going
- Up to 320 Korean students have visited UOG over the Christmas holiday
- UOG plans to join GVB at KOTFA in June 2014

Cruise Shipping

Crystal Serenity Visits

- **February 3, 2014, 8am-6pm**
- 769 Passengers / 677 Crew
- 67 Passengers Fly-in/Sail-out
- Cruise from Hawaii - Next Stop: Saipan
- GVB to provide arrival/departure cultural entertainment
- MCA looking to hire Cruise Ambassadors at each staging point
- Next Cruise Visit: Silver Whisper, February 19, 350 Passengers
Taiwan Marketing News

3 Month Forecast

<table>
<thead>
<tr>
<th>Month</th>
<th>Forecast 13</th>
<th>% Change</th>
<th>Last Year</th>
<th>Best Forecast 13</th>
<th>Best Date 13</th>
<th>% Change Best</th>
</tr>
</thead>
<tbody>
<tr>
<td>January</td>
<td>3,900</td>
<td>12.5%</td>
<td>2,665</td>
<td>5,204</td>
<td>2,917</td>
<td>38.6%</td>
</tr>
<tr>
<td>February</td>
<td>5,120</td>
<td>-31.4%</td>
<td>6,124</td>
<td>5,204</td>
<td>5,615</td>
<td>25.6%</td>
</tr>
<tr>
<td>March</td>
<td>5,609</td>
<td>6.1%</td>
<td>5,212</td>
<td>5,615</td>
<td>5,615</td>
<td>0%</td>
</tr>
</tbody>
</table>

*Since 2013, OWMY declined in Mar, and 2014 OWMY will start from Mar, there is a big increase in Mar, when comparing to the same period in 2013, end versus

February
- CTS: 120 tickets sold for 2,241
- CTS for TG air charter: 2,959
- CTS for TG air charter:
- CTS for Guam Light: 34

March
- CTS: 120 tickets sold for 2,241
- CTS for TG air charter: 2,959
- CTS for Guam Light: 34

Taiwan Marketing News

- March/April
  - Fam Tour: CI Trade Fam Tour
  - China Airlines: TSA to be invited for product update on Guam
  - and for TSA who have not been to Guam
- Guam INTL Media Fam Tour
- Guam MIA Marathon - April 9-17
- Guam MIAF - April 25-27

Tour of Guam/Guam Long Ride

- Sunday, January 19th
- Course Distance: 106KM & 46KM
- Local Participants: 72
- Overseas Participants: 72
- Long Course winner Ka On Cho (Korea)

#GuamLove Campaign

1. #GuamLove Campaign runs from February 1 - March 15, 2014
2. Event will celebrate Valentine’s Day & Japanese White Day
3. Streetlight banners on display for entire campaign.
4. #GuamLove event planned at GuamLove Light Park in Tumon (across from Hyatt).
5. Campaign build upon success of Christmas Village & Holiday Illumination Project.

Si Yu’os Ma’ase!
Report of the Treasurer:

Cash Position Report:
Cash report as of January 21, 2014.
Total cash in banks report (as of 1/21/14) $14,206,991.42
Total allotment received to date: $5,345,390.00
Accounts Receivable FY2014: $12,916,744.00
Accounts Payable to Date: $5,465,486.11

- Director Miyashita reported that the audit is ongoing and should have a draft of the audit report hopefully by the end of the month.
- Reported that Controller, Rose Cunliffe and her team has been working hard to get the audit out quicker this year. So far, there have been no issues.
- Reported that overall GVB is financially in better shape compared to last year.
- Addressed Vice Chairman Kloppenburg’s concern from the previous meeting in respect to Accounts Receivable 2012.
  - Out of the $2.5 million in Accounts Receivable 2012, $300,000 remains to be collected.
  - The $200,00 out of the $300,000 is relative to FESTPAC.
  - The Accounting staff is doing all they can to collect.
- Reported that Chairman Baldyga, General Manager – Karl Pangelinan, Controller – Rose Cunliffe, Accounting staff, and himself, will be meeting on February 12 to discuss the possibility of having more financial information relative to reconciliation of each market expenditures. (also will discuss professional services in comparative statements Dec 2013, Dec 2013, & YTD)
- Board would like to know if they need to make a motion to move back the 2/12 Memorial Fund back into the Rainy Day Fund Account.
- Director Guthertz questioned if the Hay Study will have an impact on GVB staff.
  - Director Miyashita replied that there will be, but doesn't know to what extent.
  - Chairman Baldyga requested Director Miyashita to put together an analysis of the possible impacts of the Hay Study.
  - Senator Guthertz reported that the Hay Study will be in effect on February 14.
- Chairman Baldyga requested the Deputy General Manager, Nathan Denight, to get details from the General Manager, Karl Pangelinan, in regards to an issue made by GovGuam retirees and to possibly go into Executive Session for the next board meeting.

Report of the Board Committees:

A. EXECUTIVE COMMITTEE

- Nothing to report.
B. JAPAN MARKETING

- Reported that there is an event to support group tours coming from Japan. The campaign will start April 1st through September 30th, excluding July 18th through August 31st, due to the peak period. Groups are made up of 20 people, ages 18 years and above, and are to receive $15 per person. There are conditions to these, meaning:
  - This campaign is to increase the group movement and was requested by JGTA as an initiative to bring in MICE groups.
  - $50,000 is the net economic impact that is expected.
- Currently interviewing for a Senior Sales Manager for the Japan office. Should have a better report by next meeting.
- In regards to rumors that the yen will fall, Director Miyashita commented that expenditures on Guam may depend on the consumer tax going up. Not sure how consumers will react.
- Chairman Baldya requested committees to include a competitive analysis in their 10-minute presentation of their market.

C. KOREA MARKETING

- Director Miyashita, General Manager - Karl Pangelinan, and MOII - Felix Reyes have returned from their trip to Korea.
- Director Miyashita reported that they had a very productive meeting. They met with close to 20 different media organizations; made their presentation and followed with Q&A.
- Met with President of Yaobaekhoe (Trade Presidents Club), in which, he will be coming to Guam in end of February for a golf tournament.
- Met with KGTC Chairman and new Vice President of Korean Air, which both went very well.
- Felix met with Jin Air. Unfortunately Jin will be pulling their daily night flights, which will reduce seating capacity. However, the Chief Executive of Jeju air assured that Jeju will fly both night and day and that the Guam route is most profitable.
- Reported that currently Korean Air has two (2) flights from Busan, but effective March 31st they are bumping it to four (4) flights a week.
- In Busan GVB is forming KGMC (mid level marketing committee).
- Talked about MICE business with stakeholders, but there's still primary concern with room availability.
- Chairman suggested to have collateral materials in Korean for MICE, maybe use web and a couple of placed out trade publications.
- Next KMC meeting will be on January 28.
Seatrade Cruise Shipping – Miami – March 10-13, 2014

Director Guthertz made a motion, seconded by Vice Chairman Kloppenburg, to approve travel for Chairwomen of the Committee and GVB Marketing Official to attend the Seatrade Cruise Shipping Miami 2014 at The Miami Convention Center from March 10-13, 2014. Estimated cost is approximately $9,642.75 from the FY2014 North America Sales Marketing Development Acct# SMD023.

Motion Approved.

Airfare ($2,750 x 2 pax) $5,500.00
Lodging – A. Muna ($233.75/day x 6 days) $1,402.50
Per Diem – A. Muna ($88.75/day x 7 days) $621.25
Lodging – P. Laguña ($187/day x 6 days) $1,122.00
Per Diem – P. Laguña ($71.00 x 7 days) $497.00
Unanticipated expense (excess baggage, miscl.) $500.00

TOTAL: $9,642.75

Background:
A part of GVB’s Tourism 2020, Cruise Shipping port visits to Guam and Micronesia provides the least infrastructure impact compared to the traditional tourism plant of hotel stays since the passengers stay on board.

Seatrade Cruise Shipping Miami is the largest, most well attended cruise trade event and GVB needs to maintain face time with those attending, especially with those with influence over cruise travel itineraries.

Cruise Shipping Committee Chairperson Ann Marie Muña and GVB Marketing Manager Pilar Laguña will meet with the top tier cruise company executives, attend workshops on managing cruise shipping travel, and to ensure Guam and Micronesia's exposure as a very viable cruise destination is elevated.

Issue:
Board approval required for travel.

Discussion:
- Chairman Baldyga suggested to consider investigating a possible regional cruise lines and to look for ways to generally increase traffic and a better arrival experience on Guam.
  - Suggested that when they get back to the next board meeting after this trip to report what efforts were made in terms of soliciting interest on both those levels.
  - Suggested to conduct a quick survey from cruises that have been on Guam in the last 24 months, asking their best and worst experiences, what could be done better, and other opportunities to improve.
  - In respect to the regional cruise, write an outline of what GVB should be looking towards.
Australia Int'l Dive Expo (AIDE) 2014 – February 22-23, 2014

Director Guthertz made a motion, seconded by Director Miyashita, to approve two GVB Marketing staff to attend the Australia International Dive Expo (AIDE) 2014 in Sydney, Australia from February 22-23, 2014. Estimated cost approximately $8,316.00 from the FY2014 Pacific Market Sales Market Development Account # SMD024

Motion Approved.

Airfare ($1,700 x 2 pax) $3,400.00
Perdiem ($343/day x 2 x 6 days) $4,116.00
Unanticipated expense (excess baggage, miscl.) $800.00

TOTAL: $8,316.00

Background:
The Guam Visitors Bureau is seeking to elevate its presence in the Pacific and Australia. And as part of its marketing outreach, GVB is seeking increase arrivals from Australia and the region to visit Guam and Micronesia. One common attraction Guam has is its underwater assets such as diving. The Australia Int'l Dive Expo (AIDE) is the largest dive and water related event held in Australia and is set to promote scuba diving and its related industries, including adventure and dive travel with top international exhibitors. AIDE 2014 aims to cultivate and continuously attract a growing number of divers in Australia and the region with more than 5,000 visitors expected and more than 100 exhibitors.

GVB would like to show its presence at this expo with two Marketing staff to attend and gather information on marketing to Australia, meet with United Airlines, and connect with the dive/underwater industry, and share Guam’s own adventure and water activities.

Issue:
Board approval required for travel.

Discussion:
- Director Muna reported that during the NAP meeting last Monday, the committee had strong feelings to have a better comprehensive plan in regards to efforts in Australia. Would like to see a more encompassing approach to Australia, including approaching other airlines like LTCs, among other things.
- Director Jackson commented that Guam is a well-known destination to Australia. He adds that, generally speaking the demographic of the Australian traveler doesn't mesh well with the kind of experience Guam is trying to offer (Premium Guam). Australian travelers are more interested in budget-oriented destinations.
- Chairman Baldyga added that although it's a dive expo, perhaps staff should keep in mind the mission with MICE and schedule a couple of side meetings to see if there are any opportunities.
E. GREATER CHINA MARKETING

- Presented the Aggressive China Plan to the committee, got feedback, and tweaked it, but need the United component.
- Marketing Manager, Pilar Laguana, reported that General Manger, Karl Pangelinan, will be meeting with Wally Diaz from United in Hong Kong and will deliver the United proposal.
- Vice Chairman Kloppenburg reported that he would need 30 minutes to present the Aggressive China Plan to the Board, followed by a 10-15 minute Q&A for next Board meeting.

F. RUSSIA & NEW MARKETS

Moscow International Travel & Tourism Exhibition (MITT) 2014

Director Jackson made a motion, seconded by Director Hofmann to approve travel for two (2) GVB staff to jointly promote under the Visit USA Russia Brand USA Pavilion at MITT 2014 in Moscow, Russia from March 19 – 22, 2014. (Cost approximately $14,000.00, Acct. No. RU-TTC081).

Motion Approved.

Travel Expense:

- Airfare: $3,045.00 x 2 pax = $6,090.00
- Per Diem: $565/day x 7 days x 2 staff = $7,910.00
- TOTAL = $14,000.00

Background:

Visit USA Russia, a not-for-profit organization whose prime objective is to bring together various tourism companies operating in the Russian outbound travel to the USA, as well as, to provide reliable information on USA travel destinations and products.

MITT is Russia’s leading and largest travel exhibition. With over 3,000 participating companies and 198 destinations, it is the key meeting place for the industry and an opportunity to catch up with colleagues and clients. In addition, it enables participants to increase awareness of their destination, gain a real feel for the Russian travel market and gauge demand for their services. 2014 marks MITT’s 21st edition, held since 1994, the event has become the main industry forum for travel professionals.

MITT welcomes both trade and consumer visitors, with specific ‘trade only’ days. In 2013, the event recorded an attendance of 73,765, 74% of whom were travel trade professionals. As the demand for travel services in Russia grows and the spending power of Russian travelers becomes better known, the popularity of the event has continued to grow.

Issue:

Board approval required for travel.

Discussion:

- Director Jackson introduced the new GVB Russia representative Olga Gerasimova.
G. DESTINATION MANAGEMENT

- Director Hofmann reported that banners have been taken down and graffiti has been painted over.
- Chairman Baldyga is proud and happy that this task, out of many, has been completed.
- Thanked the Archdiocese for adopting the rotunda park. They are helping with weed control and the upkeep of plants. They are also finalizing the CCTV systems, which should be completed next Sunday.
- Chairman Baldyga requested to make a detailed Master Task List on excel to prioritize all tasks and to set by quarter to be completed.

H. ADMINISTRATION & GOVT RELATIONS

- Director Guthertz reported that Senators are looking for money as a part of public safety issues. She adds that the GVB should be very cautious that its funds won’t become a target of acquisition.
- Need to showcase that the TAF fund is important to preserve culture and improve Tumon.
- Chairman Baldya would like Director Guthertz and General Manager – Karl Pangelinan to meet with Senators in regards to the importance of the TAF funds and future goals.

I. CULTURAL HERITAGE & COMMUNITY OUTREACH

- Director Arriola commented that she is in FESTPAC’s coordinating committee and that GVB is naturally being looked at as the marketing-arm for FESTPAC.
- Thanks GVB management and staff for helping to market FESTPAC.

J. SPORTS & EVENTS

- Deputy General Manager, Nathan Denight reported that the Guam Long Ride/Tour of Guam was successful.
- Anticipating the Guam International Marathon that will be coming up in April.

K. MEMBERSHIP DEVELOPMENT

Vice Chairman Kloppenburg made a motion, seconded by Director Guthertz, to nominate Jennifer Camacho to be Chairwoman for Membership Development.

Motion Approved.

L. RESEARCH:

- Nothing to report.
OLD BUSINESS

- Nothing to report.

NEW BUSINESS

- Chairman Baldyga expressed his concern with the cost to renovate bus stops.
- Chairman Baldyga requested to see a revised international signage proposal where it displays multi-languages and graphical components.
- Director Arriola commented that the Chamorro language should be incorporated in signages as well.

EXECUTIVE SESSION

- No executive session.

ANNOUNCEMENTS

GVB Sponsored Events:
- January 26: 6th Annual Gupot Fanha’aniyan Pulan Chamoru (Chamorro Lunar Calendar Festival) –Fishermen’s Coop

ADJOURNMENT

Chairman Baldyga made a motion, seconded by Director Arriola to adjourn the meeting. Meeting adjourned at 5:13PM.

Motion approved.

Ms. Theresa C. Arriola, Secretary of the Board of Directors

Board Minutes prepared by Colleen Cabedo, Executive Secretary
Action Items 01/23/14:

- Decide whether a motion must be made to move 2/12 account back into rainy day fund. (1/23/14)
- Suggested to have a synopsis of each market’s visitor profile to be presented to the Board – starting with Japan. (1/23/14)
- Chairman Baldyga requested to make a detailed master task list on excel to prioritize all tasks and to set by quarter to be completed. (1/23/14)

1. Mid year Committee review

2. MEMBERSHIP

3. ACCOUNTING

- JAPAN
  - Japan MOII Nadine Leon Guerrero, will report back the percentage of seats that will be cut effective February for Delta flights. (1/9/14)

- DMC
  - Chairman Baldyga wants a letter written to private businesses regarding the graffiti issues. (10/24)
  - For the 1st Quarter Smart Goals, Chairman would like to see Destination Management create a system that attacks:
    - (1) Drafting of a new signage law,
    - (2) Abolishing graffiti and,
    - (3) The new Visitor Safety Patrol. (12/12)
  - In addition to DMC Smart Goals for 2014, Chairman Baldyga advises to act upon the construction of bus stops. (12/12)

- KMC
  - **Awaiting Response**: Vice Chairman Kloppenburg asked to find out what percentage comes out of the Korea market vs Japan market in regards to the $5 facility fee paid to GIAA. (10/10)
  - **Ongoing**: Chairman Baldyga requests the KMC to come up with creative ideas to support flightship carriers. (11/27)

- GREATER CHINA
  - Vice Chairman Kloppenburg will share a copy of the new aggressive China plan for FY2014, for initial review for next board meeting. (11/27)

- RUSSIA AND NEW MARKETS
  - Set up Medical Tourism task force
  - Chairman Baldyga and Director Jackson will meet this week about the Medical Task Force. (7/11)
Followup with US consulate regarding sisterhood agreement. (10/10)
Chairman Baldyga suggests that GVB encourage its members to provide Russian language product brochures, signage, menus, etc. to help Russian tourists. (11/27)
Chairman Baldyga suggested that the 1st Quarter Smart Goals for the Russia Committee, include sending out a letter to membership giving suggestions to aid in their promotions to the Russia market. (12/12)

NAP

ADMINISTRATION / GOVERNMENT RELATIONS
- Director Guthertz requests that the Board write a letter recommending Chamorro Village management, under the Department of Affairs, to prioritize the Traditional Chamorro Masters, by providing them two units within Chamorro Village to have demonstrations and to display their craftsmanship. (12/12)
- Director Guthertz requested that a Government Relations section be included in 2014 GVB Smart Goals. (1/9/14)
- General Manager will send a letter out to the President of Department of Chamorro Affairs. (1/9/14)
- General Manager will work on the letter thanking senators for having the opportunity to have them review the Strategic plan and indicate when it will be published. (1/9/14)
- In response to the Tourist Crime Court brought up by Director Guthertz, Deputy General Manager will follow up with Josh Tyquiengco on research of the amount of crimes that were made on tourists. (1/9/14)
- Chairman Baldyga requested the Deputy General Manager, Nathan Denight, to get details from the General Manager, Karl Pangelinan, in regards to an issue made by GovGuam retirees and to possibly go into Executive Session for the next board meeting. (1/23/14)

SPORTS & EVENTS
- Director Morinaga recommends providing information to GHRA about sports cycling. (11/27)

CULTURAL HERITAGE & COMMUNITY OUTREACH

EXECUTIVE COMMITTEE

RESEARCH
- Chairman Baldyga suggested that during monthly updates, load factor by market be included for discussion. (11/27)
- For visual clarification, Chairman Baldyga requested to include expenditures of per day and per stay, within the Exit Survey. (12/12)