

REGULAR BOARD MEETING GVB MAIN CONFERENCE ROOM - 4:00PM THURSDAY; April 10, 2014

BOARD of DIRECTORS PRESENT: Chairman Baldyga

Milton Morinaga Bartley Jackson Annmarie Muna Vice Chairman Kloppenburg Norio Nakajima Robert Hofmann

BOARD of DIRECTORS TELEPHONICALLY: Nathan Taimanglo

BOARD of DIRECTORS ABSENT: N. Oscar Miyashita Eduardo "Champ" Calvo Theresa Arriola Judith Guthertz Jennifer Camacho

Off-Island Off-Island Family Matter Sick Business Related

GVB MANAGEMENT & STAFF PRESENT:Karl PangelinanDebi PNathan DenightCollegeJoshua TyquiengcoMerizaBrian BorjaJune S

Debi Phillips Colleen Cabedo Meriza Peredo June Sugawara

Laurette Perez Nakisha Onedera Ana Cid

GUESTS:

Raymond Perez – Captain, Guam Police Department Monte Mesa – Chairman, Guam Port Authority

Proceedings:

Meeting called to order at 5:28 p.m. by Chairman Baldyga.

- Chairman Baldyga noted that the Board held Committee Reports within a working session held just before the board meeting, together with the General Manager, Chairman, and Treasurer reports. Also noted that Captain Perez from the Guam Police Department visited and discussed with the Board the Visitor Safety Program and crimes in Tumon. Minutes of those discussions and reports shall be attached to the Regular Board Minutes dated April 10, 2014.
- Chairman Baldyga provided a recap of a meeting that had been held last week, which included the General Manager, himself, GVB staff, AG's office, and Captain Perez, about the new Visitor Safety Patrol. The AG's office suggested that we consider having legislation written that specifically grants DPW, DPR, and GPD the ability to authorize GVB to perform certain functions and to list the citations that GVB can issue so that there is clear authority. Further, they explained that in some cases there are no fines for



citations and so that will need to be addressed as well. Lastly, there was some discussion about whether or not Tumon should be established as a zone or perhaps a new section of code be written to provide for adjustments specific to Tumon.

Captain Perez indicated his strong support for the new Visitor Safety Patrol and felt it would help greatly in deterring crime.

Review of the previous Regular Board minutes dated March 13, 2014. Exhibit A

Motion made by Director Jackson, seconded by Director Muna, to approve the minutes of March 13, 2014.

Motion approved (subject to correction). 8th vote made by Chairman Baldyga.

- Chairman's Report:
 - Chairman Baldyga reported that he met various tour agencies and head of KATA while in Seoul, Korea. KATA members were very receptive and appreciative of the idea of having a special award ceremony when GVB announces the 250,000th Korean visitor arrived on Guam in one year and that a small reception could be made that would be supplemented with a Certificate of Appreciation by the Governor of Guam. It will provide "something to write about" for the media. Chairman Baldyga asked management to put together a program along these lines for board consideration.
 - Met with Korean Airlines regarding the Shanghai-Guam initiative. Reported that Korean Airlines are very interested flying Shanghai-Guam and were appreciative of the idea of an incentive to do so.
 - Discussed the new China airport/GVB incentive. Chairman mentioned that we should consider the possibility of re-focusing the program with GIAA concentrating on incentives whereas GVB can support as the marketing arm. *Management to consider a revised China incentive program and to provide a recommendation to the board.*





Exhibit B



PRELIMINARY Visitor Arrivals March 2013 Total: 131,255 (-4.0%)

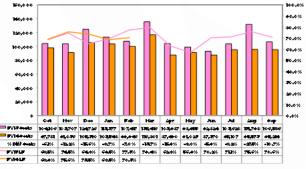
% Market Mix	Origin	Pax	% to LY
70.7%	Japan	92,752	-11.9%
16.5%	Korea	21,600	32.3%
4.4%	US/Hawaii	5,759	17.9%
2.5%	Taiwan	3,241	0.9%
0.5%	China	628	40.2%
1.4%	Russia	1,783	134.3%

PRELIMINARY FYTD Visitor Arrivals October 2013 – March 2014 Total: 693,386 (-1.9%)

JAPAN SEAT CAPACITY & LOAD FACTOR FY2013: 1,326,527 seats, 70.4% LF

% Market Mix	Origin	Pax	% to LY
64.5%	Japan	447,212	-10.4%
20.4%	Korea	141,582	24.7%
4.3%	US/Hawaii	30,079	7.2%
3.3%	Taiwan	22,948	7.7%
1.1%	China	7,572	31.7%
1.3%	Russia	8,703	136.2%

FY2014: 1,116,199 seats, -12.1% frm LY, 71.3% FYTD LF 160,000

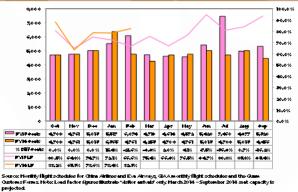


Source Horthly/light scheddoc for United Arlines, Dolla Allines, Korean Alt, China Arlines, Eva Airways, GlóA Horthly/light scheddag OVB Japan, and the Olam Ostone Forms. Note: Load Factor (igues linetante Nettor archaid ong, Hisch 201 — Sophember 201 is not capacity is projected.

KOREA SEAT CAPACITY & LOAD FACTOR FY2013: 310,539 seats, 79.7% LF FY2014: 366,136 seats, 17.9% frm LY, 81.5% FYTD LF



TAIWAN SEAT CAPACITY & LOAD FACTOR FY2013: 63,155 seats, 77.7% LF FY2014: 58,520 seats, -7.3% frm LY, 78.1% FYTD LF



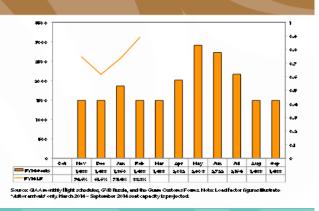




CHINA CHARTER SEAT CAPACITY & LOAD FACTOR 29.9% more seats frm LY

	Seats	Load Factor
FY2013	1,846	89.8%
FY2014	2,398	95.6%

RUSSIA SEAT CAPACITY & LOAD FACTOR FY2014: 20,594 seats, 74.5% FYTD LF



Source United Attinue Right schoolds, GAAm onthy Right schoolds, GVB Chim, and the Guan Customs Forms. Note Load factor (ignore inclusion-ballor anthols' only. Note FY2014 source apacity pollocis charter Rights from October 2015 - Fabruary 2014 only.

Korea Marketing News

Month	Forecast Pax	Last Year	%Change	Seat Forecast '14	Seat Data '13	% Change Seats
April	22,000	15,254	44.2%	29,894	20,364	46.8%
May	22,500	18,513	21.5%	31,565	21,359	47.8%
June	24,500	20,384	20.2%	30,744	21,447	43.3%
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3 month Activities/Programs



Korea Marketing News



- Busan Mini Travel Mar (March 26) o 33 Busan travel agents, KE Busan and Guam hotel vendors.
- Busan KGMC Agents Launch o Hana, Mode, Hanjin, Lotte JTB, Naeil, Tour Baksa, Online, Bukyoung

Korea Marketing News

3 month Activities/Programs



1st episode aired April 5 on channel Y-STAR

Korea Marketing News

3 month Activities/Programs



To air on April 21-26 (6 times), SBS nationwide TV





Korea Marketing News

3 month Activities/Programs



Ad airs April 1 ~ 30 (100 times), KNN local TV channel

Korea Marketing News

March 24 - April 04, 2014



English Study Program: Signing ceremony of MOU between UOG and Kyowon on March 25 at UOG. Brochure on Guam English camp to be released by Kyowon. PR & Promotions under developments.

China Marketing News

Diving & Resort Travel Expo - Shanghai, China



China Marketing News

Hong Kong & Guangzhou Summer Study FAM Tour March 28 – April 2, 2014



China Marketing News



Brand USA Hangzhou & Nanjing Road Show (March 18-19, 2014)

Taiwan - Marketing Outlook

<u>April</u>

- · 2014 Guam International Marathon
- Taiwan Celebrity runner "Gin", a famous marathon runner, writer/model to participate in the Half Marathon (Agent + GVB Taiwan staff)
- Gin Island Tour during Apr 11-16⁺
- Gin will post photos, check-in on her Facebook fan page, which has over 210,000 fans, and post articles introducing GIM
- Accompanied with 2-4 media reporters and Chew People Magazine (20-30 pages Guam coverage)







Taiwan - Marketing Outlook

<u>April</u>

- Guam Micronesia Island Fair fam tour (April 25-27)
- Participants: 11 PAX
 - Council of Indigenous Peoples (2 pax)
 - TV/Online Media/GVB Taiwan (9 pax)
 Officers from the Council of Indigenous
- Officers from the Council of Indigenous Peoples (CIP) to have Courtesy visit/meet regarding FESTPAC 2016
- Invitation for Guam Delegation to participate in the upcoming Taiwan Folk Festival in July 2014



Russia Marketing News

Moscow International MICE Forum 2014 March 17, 2014 | Tishinka Exhibition Centre | Moscow, Russia



Russia Marketing News

Moscow International Travel & Tourism Expo 2014 (MITT) March 19 - 22, 2014 | Moscow Expocentre | Moscow, Russia



Sports Training News

-

GVB provided 13,104 bottles/546 cases 85 Teams/1600 pax total





Guam Ko'ko' Kids Run

Sunday, March 23, 2014 at Ypao Beach Park



 Over 400 kids between the ages of 4-12 participated, including 26 runners from Japan.

 Event had 24 foot rock climbing wall, carabao rides, face painting & other activities for the family.

Guam International Marathon

Sunday, April 13, 2014 in front of Ypao Beach Park



Local runners: 1,574
Oversea runners: 1,310

 Marathon Expo & Packet Pickup to be held Friday & Saturday at PIC Pavillion from 10 a.m. to 6 p.m.





Destination Management Committee News

BUS SHELTER

- CHA (formerly RWA) contracted as PM
- Phase I: Site Analysis and Assessment
 - 3/31 Site Visit (PM, GVB, LamLam)
 - 4/17 Meeting with DPW
 - Complete by May 31
- Phase 2: Bid Prep and Procurement
 Process
 - Complete by 7/31
- Phase 3: Full Implementation
 3-6 months

Destination Management Committee News

BUS SHELTER

- Rough Budget
 - 13 Shelters: est. \$25K each, \$325K total
 - 5 Turn-offs: est. \$50K each, \$250K total
 - Shelter Design TBD
 - 3 Sided, Open Front
 - Some areas may use thinner canopy structure



Destination Management Committee News

Surveillance Cameras

- · Contract with winning bidder G4S
- CIP Cost: \$574K
- Annual Monitoring Services: \$129K
- Annual Maintenance: \$22K
- Phase 1

 \$300K available in FY2014
- used for CIP costs
- July 1st System Turn-over
- Complete CIP and begin monitoring/ maintenance in FY15

Destination Management Committee News

Safety Projects

- Tumon Safety Officer Pilot Program

 Finalize scope of work and RFP prep: May 15
- Procurement process: Complete July 15Tumon Streetlight Refurbishment
 - Assessment phase: Complete May 1
 - IFB announced: May 15
 - Procurement process: Complete July 15

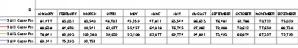
Japan Marketing News

Japan Arrivals to Guam

	2011 Guam Pax	2012 Guam Pax	2013 Guam Pax	2014 Guam Pax
JANUARY	81,477	80,638	78,841	69,141
FEBRUARY	83,031	84,870	85,993	75,293
MARCH	83,540	99,541	105.280	92,752
APRIL	48,702	61.077	59,635	
MAY	45,259	55,457	53,108	
JUNE	47,811	64,018	62,077	
JULY	63,544	76,745	69,774	
AUGUST	86.623	97,982	94,891	
SEPTEMBER	76,481	79,900	73,493	
OCTOBER	61,786	70,612	66,874	
NOVEMBER	70,722	77,659	67,357	
DECEMBER	75,029	80,730	75,795	
CY Year-to-Date (Jan-				
Mar)	248,048	265,049	270,114	237,186
CY TOTAL	824,005	929,229	893,118	n.a.
FY Year-to-Date (Oct-				
Mar)	455,225	472,586	499,115	447,212
FY TOTAL	823,645	907,765	912,093	n.a.

Japan Marketing News

Japan Arrivals to Guam







Japan Marketing News

Opportunities

- · Drive consumer demand with transit advertising
- Group business ↑, package tours ↓, consumer demand ↓
- Salary Increases announced
- · JGTC strongly supporting transit ads
- · Highlight "tax free Guam"
- Strong call to action Go to Guam Now, with travel agent logos

Japan Marketing News

Recovery Transit Ad Strategy

- Focus on Tokyo market, which accounts for 70% of market share
- Start placement of ads right after Golden Week (May 12th) because people who were unable to travel overseas Golden Week start to consider their next overseas travel.
- Feature timely topics or phenomena of interest to Japanese to grab the attention of consumers and strongly influence them to visit Guam.
- To that end, use Golden Week, bonus payments, endless rainy season as approaches to emphasize how Guam is the premium resort that can be visited with ease.
- Implement a rare four-part series of transit ads that will attract attention for their unique content and frequency approach.
- Reach during the campaign period will be an accumulated total of 170 million passengers, a huge and significant reach.

Japan Marketing News

Plan and Cost Estimate As of Apr. 10th.											
Area		Line	Name	Pearled		LengthUnite	No.of postestFreq.	Ceel	Discriptions (Line, Station)	No. of Passengers per day	Total Reach per period
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							Printing Cost	14,000,000			

Japan Marketing News

Go! Guam Promotion



- GW (Guam Week) in Guam for June: • Just about 3.5 hours from Japan • Just one hour time difference from
- Japan Whenever used wisit, it's mid summer
- Whenever you visit, it's mid-summer



In Guam, consumption tax is

0%. If you're tired of restrained spending, visit Guam in May.

Japan Marketing News

Guam-Kashiwa Friendship Exchange Program



- · Courtesy Call at GVB on March 28
- 8 pax + 2 leaders
- Student exchange program with St. Francis School
 Guam students will go to Japan in April





Exhibit C

Cash Position Report: Cash report as of April 7, 2014. Total cash in banks report (as of 4/7/14) \$14,060,847.79 Total allotment received to date: \$8,078,710.00 Accounts Receivable FY2014: \$10,183,424.00 Accounts Payable to Date: \$6,857,447.61

- > General Manager, Karl Pangelinan reported that numbers continue to look healthy.
- > Reported that TAF is performing well and within budget.
- > \$1 million behind in amounts due, but continuing to collect.
- > Should be working on this year's budget, to be tied to the Tourism 2020 plan.
- > Vice Chairman Kloppenburg suggested getting a resolution with senators to support.

Report of the Board Committees:

A. EXECUTIVE COMMITTEE

> Nothing to report.

B. <u>ADMINISTRATION & GOV'T RELATIONS</u>

> Chairman Baldyga mentioned that he would like to set meetings with GVB management and senators regarding the Tourism 2020 plan.

C. RUSSIA & NEW MARKETS

- > Director Jackson reported that a third city from Russia should be coming in by the end of the month. Also reported that a big trade show will be in the middle of May.
- Director Jackson clarified that flights in each of the three cities fly once every two weeks.

D. DESTINATION MANAGEMENT

- > Chairman Baldyga asked management to create a Destination Management Task List with quarterly goals.
- E. CULTURAL HERTITAGE & COMMUNITY OUTREACH
 - > Nothing to report.





Deputy General Manager, Nathan Denight reminded the Board that the Guam International Marathon would be held on Sunday, April 13, 2014.

G. <u>MEMBERSHIP DEVELOPMENT</u>

Chairman Baldyga invited Mr. Monte Mesa to the floor to discuss plans with Sapphire Princess Cruise. Further discussion to be found under the North America and Pacific Market Committee report.

H. <u>RESEARCH:</u>

> Nothing to report.

I. JAPAN MARKETING Committee Minutes Dated March 19, 2014

Exhibit D

Director Morinaga made a motion, seconded by Director Jackson, to approve travel for Ai Nagasawa, GVB Osaka staff, to assist with the Mayor of Karatsu, as well as Karatsu delegation's booth for GMIF from April 23~28, 2014. (Estimated cost is \$1,062.50; account# SMD008)

Motion Approved. 8th vote made by Chairman Baldyga.

<u>Travel Expenses</u>		
Airfare:		\$ 750.00
Guam Per Diem:	\$62.50 x 5 nights	<u>\$ 312.50</u>
Total:		\$1,062.50

Background: Guam and Karatsu City entered into a friendship agreement on July 2013 by Governor Calvo and Mayor of Karatsu City. The Karatsu delegation has been invited to participate in this year's GMIF as an official delegation. They will be demonstrating a Japanese tea ceremony, as well as provide samples of various delicacies from Karatsu. Ms. Nagasawa is the main point of contact for communication in coordinating the GMIF with Karatsu City. While on Guam she will assist with their booth operation, as well as provide translation services during the delegation's visit.

Issue: Board approval required for all travel.





Director Morinaga made a motion, seconded by Director Jackson, to approve \$400,000 for the tactical recovery plan for the Japan market, management to identify funding source.

Motion Approved. 8th vote made by Chairman Baldyga.

Background: During the first six months of FY '13, Guam has seen a 10.4% decline in arrivals from Japan, our number one source market. The weak Yen and an increase in Japanese consumption tax have all contributed to a decline in total outbound travel from Japan. However, the Japanese economy is showing signs of improvement driven by increased exports, company announced wage increases and bonuses for employees.

Additional funding is requested for tactical promotions to help reverse this declining trend and promote during Guam's shoulder period—May through early July. The biggest decline has been in package tours sales, which indicates a lack in consumer demand. Transit advertising is an effective way to reach millions of consumers, and ADK has developed the "Go! Guam" campaign with a strong call to action to generate immediate sales. In-train hanging posters placed within major Tokyo lines are estimated to reach over 170 million passengers during the campaign period.

\$400,000: Transit ads in Tokyo. Placement: Major train stations with immediate call to action. Campaign period: May 12 – July 15, 2014.

Discussion (Synopsized):

- Guam has been seeing a decline in Japan market share for the past 6 months. The Japanese yen has been down and the consumer tax has recently increased by 3%. With the recent increase in consumer tax, companies have issued salary bonuses. Comparing with other markets, Hawaii has seen a slight dip and has lowered their prices to compete vigorously for Golden Week. With these factors, the board seeks suggestions to reverse the trend in market share.
- Chairman Baldyga asked JMC and ADK to devise a plan that would reverse the trend. Initially JMC and ADK proposed a \$1 million plan for TV and transit ads, to be funded by reserve. Concerned with tapping the reserve account, the Chairman asked for a more tactical resolution to target Golden Week and those that have received their bonuses.
- JMC and ADK suggested transit ad campaign estimated to cost \$400,000USD. After finding that 15% of the reserve was part of Marketing, the board was hesitant but not completely opposed to using the reserve, but was concerned about the impact of the proposed plan and felt that other tactical solutions should be considered. Director Jackson also expressed concern about the highest and best use of those funds and felt there should be stronger ideas coming from ADK/JMC.
- Chairman Baldyga opened discussion with the board regarding the proposed transit ads. The board agreed that there needs to be a call to action, but questioned if transit ads was the right way to go about it. After much discussion and with the strong urging of JMC and ADK, with limited time to implement a program that would impact the summer, the board agreed to proceed with the recommendations of JMC and ADK,





but with a clear message that the board will expect and hold them accountable for results specifically in the form of gaining back lost market share. Suggestions were made that there should be more competitive/comparable advertisements and to work more closely with travel agents for future goals.

The "Go Guam Now" Promotional Transit Campaign was presented during the General Manager's report. There will be different ads each focusing on different aspects, such as Guam's tropical weather, short distance, 0% tax, and Japan's recent salary bonuses. The campaign aims to remind potential travelers of Guam and to subliminally keep the image of Guam in their mind.

Other items discussed:

> Director Moringa reported that 1,800 pax MICE group will be on Guam next week. He goes on to mention that package tours have been down 2-3 months.

J. KOREA MARKETING

Committee Minutes Dated March 18, 2014

Exhibit E

Covered in General Manager's report.

K. NORTH AMERICA & PACIFIC MARKETS

Chairman Baldyga made a motion, seconded by Vice Chairman Kloppenburg, to approve up to \$2,000 for food, beverage, transportation, and other associated costs for reception for the staff and crew of the Sapphire Princess, to be funded from the North America & Pacific Markets Account.

Motion Approved. 8th vote made by Chairman Baldyga.

Discussion:

- Mr. Mesa discussed that after the trip to the Miami Cruise Convention in March, they had the opportunity to increase more port calls, one being Princess Cruises. Princess Cruises are committing more cruises to areas around the Pacific and coasts of Asia. Last year there were 12 port calls on Guam, unfortunately this year they it's down to 3.
- The Port has presented an idea to host a Chamorro style fiesta for the staff and crew of the cruise line, seeking support from GVB. The cruise ship will dock for 8hrs with around 1,800 passengers onboard.
- Director Muna reported that during their last committee meeting they presented on the cruise convention and Katie Black attended as their guest.





L. GREATER CHINA MARKETING

- Vice Chairman Kloppenburg reported that the next committee meeting would be held Friday, April 11 at 11:00am.
- Airline Incentive Update:
 - Notification sent to all signatory air carriers about the extension of the program to December 2014.
 - GVB Beijing Office (Dr. Wang) has made direct contact with all Chinese airlines and informed them about the extension to the end of the year.
- Vice Chairman Kloppenburg reported that he would be off-island for the next board meeting on April 24.
- > Chengdu Charter Flight Plans
 - Chengdu Far East (Yuandong) International Travel Service launched their first charter flight to Guam from Chengdu during CNY2014 and was very successful. As a result, they are now generating more charter flights for the remainder of the calendar year.
 - Chengdu Far East recently visited Guam and a meeting with GVB to discuss Tourism 2020 in detail.
- Summer Program: 3 Flights (July 19~24, July 24~29, July 29~Aug 2); Rooms accommodations are a problem.
- National Holiday; 2 Flights (Sept 30 ~ Oct 5 / Oct 5~9,2014)
- One Shop Guam Festival Flight (Nov 25~30)
- > Two Chinese New Year Flights (Feb 19~24, 2015 / Feb 24~29, 2015)
- > All charters are lease equipment from Dynamic Airways.
- > Next week is the Select USA in Hong Kong, Shenzhen, and Guangzhou.

OLD BUSINESS

- > Chairman Baldyga reported that Action Items have been updated.
- Also, asked management to create an action plan for Tourism 2020 and this year's Capital Projects.

NEW BUSINESS

No new business.





> No executive session.

♦ <u>ANNOUNCEMENTS</u>

Next Board Meeting:

o Thursday, April 24, 2014 at 4:00pm, GVB Main Conference Room

GVB Events:

- Ride the Ducks Grand Opening; April 12, 2014
- o 76/Circle K Smokin' Wheels; April 11 ~ 13, 2014
- \circ $\;$ Talofofo Banana Festival; April 11 ~ 13, 2014 at Ipan Beach Park
- o Guam International Marathon (GIM); Sunday, April 13, 2014
- o Guam Micronesia Island Fair (GMIF); April 25 ~ 27, 2014

ADJOURNMENT

Chairman Baldyga made a motion, seconded by Vice Chairman Kloppenburg, to adjourn the meeting. Meeting adjourned at 5:31PM.

Motion approved. 8th vote made by Chairman Baldyga.

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

Respectively Submitted by Colleen Cabedo, Executive Secretary





BY MANAGEMENT

- $_{\odot}$ Management to put together a program along these lines for board consideration (4/10/14)
- $_{\odot}$ Management to consider a revised China incentive program and to provide a recommendation to the board (4/10/14).
- Chairman Baldyga mentioned that he would like to set meetings with GVB management and senators regarding the Tourism 2020 plan and 2015 budgets (4/10/14 and 2/27/14).
- Chairman Baldyga asked management to create a Destination Management Task List with quarterly goals (4/10/14).
- Chairman would like to have an update on the Tumon Flooding Mediation Plan and all capital projects. (2/27/14)

