



REGULAR BOARD MEETING
Thursday; November 13, 2014

BOARD of DIRECTORS PRESENT:

Chairman Baldyga
Bartley Jackson
Robert Hofmann
Milton Morinaga
Judith Guthertz

Vice Chairman Kloppenburg
Eduardo "Champ" Calvo
Theresa Arriola
Norio Nakajima

BOARD of DIRECTORS TELEPHONICALLY:

BOARD of DIRECTORS ABSENT:

Jennifer Camacho - Expectant mother
Oscar Miyashita - Off-island
Annmarie Muña

GVB MANAGEMENT & STAFF PRESENT:

Karl Pangelinan
Ana Cid
Mark Mangloña
Nakisha Onedera
Nadine Leon Guerrero

Colleen Cabedo
Doris Ada
Joshua Tyquiengco
Meriza Peredo
June Sugawara

Rose Cunliffe
Gabryel Franquez
Felix Reyes
Dee Hernandez

Guests:

❖ Proceedings:

Chairman Baldyga called the regular meeting of the board to order at 4:51 p.m.

Approval of previous board minutes dated October 9, 2014.

Exhibit A

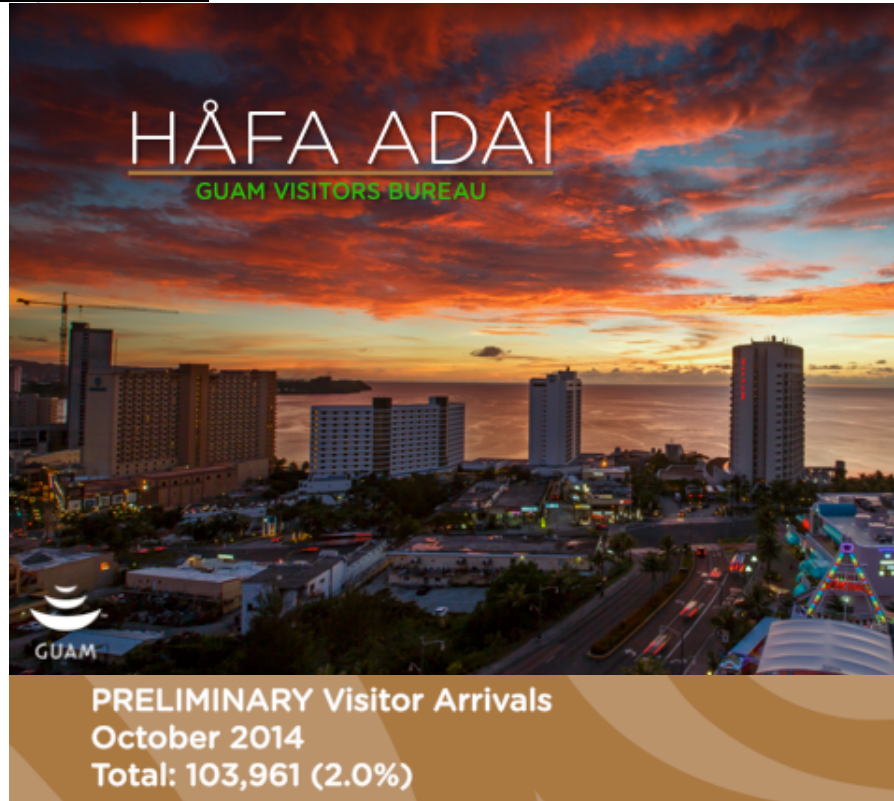
Director Guthertz made a motion, seconded by Vice Chairman Kloppenburg, to approve the minutes of October 9, 2014.

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

❖ Chairman's Report:

❖ General Manager's Report:

Exhibit B



% Market Mix	Origin	Pax	% to LY
58.3%	Japan	60,637	-9.3%
23.5%	Korea	24,423	26.9%
5.2%	US/Hawaii	5,374	41.6%
3.3%	Taiwan	3,389	-17.5%
1.8%	China	1,904	25.3%
0.4%	Russia	374	-10.1%

- General Manager Pangelinan started off with the preliminary visitor arrivals of October 2014. He reported that we are up 2%, compared to the previous year.

- He noted that we are still keeping a close eye on the reduction of the Japan market. With our diverse market mix, Korea has been keeping our numbers steady.
- There was also an increase in US market, with some movement with military training and ship arrivals, which have also contributed with the overall number.

**PRELIMINARY Visitor Arrivals
CYTD 2014 (January – October)
Total: 1,117,109 (0.8%)**

% Market Mix	Origin	Pax	% to LY
60.6%	Japan	676,441	-9.8%
22.4%	Korea	249,773	26.9%
5.2%	US/Hawaii	57,711	18.8%
3.9%	Taiwan	43,389	3.7%
1.2%	China	13,648	37.3%
1.4%	Russia	15,362	195.6%

- Calendar year to date is relatively flat, but almost up 1%. Our market mix is fairly consistent month to month. Once again, with Korea compensating the decline in Japan, with arrivals of about 250,000 visitors at this time.

**PRELIMINARY MTD Visitor Arrivals
November 1 - 9, 2014
Total: 30,219 (-4.0%)**

% Market Mix	Origin	Pax	% to LY
61.7%	Japan	18,634	-9.2%
24.8%	Korea	7,506	7.4%
4.5%	US/Hawaii	1,367	12.5%
3.1%	Taiwan	924	55.3%
1.1%	China	336	13.1%
0.6%	Russia	182	-60.0%

Japan Marketing News

Time out

- Overwhelming response to Time Out series
- 50 Things to Do
- Time Out Kids and Family
- Next version to be launched is Time Out Premium



- General Manager Pangelinan reported that we have launched our third rendition of the Time Out Tokyo promotion. Since it's inception we have received enormous feedback. We initially had a general 50 things to do on Guam, but later catered it towards senior travelers and families. This has been well received from our carriers and travel agents.
- Chairman Baldyga added that this is in-line with our 2020 plan, which we want to advertise Guam's many recreational activities.

Meeting w/ United:

- General Manager Pangelinan reported that he and Chairman Baldyga met with high-level executives from United. They had good discussions on things that they could do in the market and what things they are not currently doing. They themselves have mentioned that they take part in the same overseas events that GVB attends to and mentioned that they would like to optimize/maximize our time together at these events.
- Chairman Baldyga added that it was a good meeting with Wally Dias, Matt Miller, and Sam Shinohara. They walked through the Japan & China strategies and marketing plans, and what trade shows they are going to and how we could sync up.
- Chairman Baldyga and General Manager Pangelinan would like to include the Japan Committee Chairs, Japan marketing staff, GVB Japan office, & our Japan advertising rep, to be included in the next strategic meeting with United next week Thursday, November 20.

Japan Marketing News

- Visiting Travel Agent VIPs
- Organized by R&C Tours and Ken Corp.
- Presidents from Osakyu-Travel, Keio Travel, Tobu Travel, Entetsu Travel, Shizutetsu Travel currently on Guam



- General Manager Pangelinan reported that earlier in the day he had a courtesy visit from some travel agent VIPs. He added that GVB had hosted them the day before for a very nice golf outing. Earlier, they came back to our office for a courtesy visit and had good discussions regarding our 2020 plan, for which we received good feedback.

Japan Marketing News

- Official Japan Government “Guam” marriage registration form to be launched this month
- First international destination
- Working with Recuit and Zexy on PR campaign

	<table><tr><th>Magazine</th><th>Zexy Overseas Weddings</th></tr><tr><td>Circulation</td><td>35,000 copies</td></tr><tr><td>Publication</td><td>April, August, December</td></tr><tr><td>Targets</td><td>Off couples considering an overseas wedding.</td></tr></table>	Magazine	Zexy Overseas Weddings	Circulation	35,000 copies	Publication	April, August, December	Targets	Off couples considering an overseas wedding.		<table><tr><th>Magazine</th><th>Demand & Chinese Remote Wedding Guide</th></tr><tr><td>Circulation</td><td>Silver 69,000 Kansai 46,000 Tokyo 34,000</td></tr><tr><td>Publication</td><td>Feb., July, Oct.</td></tr><tr><td>Targets</td><td>Off couples considering a remote wedding either domestically or overseas.</td></tr></table>	Magazine	Demand & Chinese Remote Wedding Guide	Circulation	Silver 69,000 Kansai 46,000 Tokyo 34,000	Publication	Feb., July, Oct.	Targets	Off couples considering a remote wedding either domestically or overseas.
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Korea Marketing News

3 Month Forecast

Month	Forecast Pax	Last Year	%Change	Seat Forecast '14	Seat Data '13	% Change Seats
October	24,000 (Oct. 1-29 (22,839))	19,247	24.7% (11.9%)	31,672	20,204	56.8%
November	28,000	23,967	16.8%	34,693	34,221	1.4%
December	29,000	24,873	16.6%	41,106	34,418	19.4%
January	32,000	28,583	12.0%	49,879	34,040	46.5%

Breakdown

November

-KE : Incheon 7 per week = 10,950 (8747-400)
 -Busan/KE: Wed, Thu, Sat, Sun = 2,533 (8737-800)
 -Jin Air : Incheon 7 per week = 5,400 (8737-800)
 -Jin Air : Incheon 14 per week = 11,160 (8737-800)
 -UA : Incheon 7 per week = 4,650 (8737-800)

Total 34,693

December

-KE : Incheon 7 per week = 11,315 (8747-400)
 -Busan/KE: Wed, Thu, Sat, Sun = 2,533 (8737-800)
 -Jin Air : Incheon 7 per week = 5,146 (8737-800, 8777-2014)
 -Jin Air : Incheon 14 per week = 11,775 (8777-2014)
 -Jin Air : Incheon 14 per week = 11,532 (8737-800)
 -UA : Incheon 7 per week = 4,805 (8737-800)

Total 41,106

1 Airfare 12/12-2014 Status

January

-KE : Incheon 7 per week = 11,315 (8747-400)
 -Busan/KE: Wed, Thu, Sat, Sun = 2,682 (8737-800)
 -Jin Air : Incheon 7 per week = 11,005 (8737-800, 8777-2014)
 -Jin Air : Incheon 14 per week = 11,532 (8737-800)
 -Busan/Jin Air : Incheon 14 per week = 11,532 (8737-800)
 -UA : Incheon 7 per week = 4,805 (8737-800)

Total 49,879

- General Manager Pangelinan reported that we do have additional supply coming in next month. Jin Air is changing their equipment to 777 wide bodies (1 out of 2 777's, which they have devoted one for Guam transit). Thus, our forecast gives us a 20% increase in seat capacity. With regard to our passenger forecast, we have been on track. This has come straight from KTGC membership.

Korea Marketing News

Korea Outbound Travelers Guam Market Share

		Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
2011	K Outbound	1,368,007	1,099,635	868,676	667,407	1,044,409	1,269,933	1,279,613	1,297,333	1,013,907	1,038,269	997,315	1,005,646	8,695,765
	Guam Inland	14,369	13,016	8,379	6,876	10,779	13,356	16,637	17,735	10,869	10,666	10,354	12,666	146,075
	Market Share	1.1%	1.2%	1.0%	0.8%	1.1%	1.2%	1.4%	1.4%	1.1%	1.0%	1.4%	1.3%	1.3%
2012	K Outbound	1,300,758	1,150,554	1,018,963	1,018,445	1,096,960	1,099,235	1,240,116	1,257,651	1,099,709	1,197,743	1,110,980	1,169,930	8,734,916
	Guam Inland	14,316	13,681	10,779	11,480	11,613	15,116	17,554	18,106	10,869	16,133	17,486	21,146	182,635
	Market Share	1.1%	1.2%	1.1%	1.1%	1.1%	1.4%	1.4%	1.4%	1.2%	1.4%	1.6%	1.8%	1.3%
2013	K Outbound	1,405,000	1,189,567	1,110,546	1,098,410	1,185,405	1,211,491	1,270,413	1,407,166	1,195,356	1,230,145	1,159,566	1,304,440	9,864,465
	Guam Inland	22,563	18,506	16,337	15,319	18,513	20,364	22,218	25,146	15,664	19,347	20,567	24,073	246,619
	Market Share	1.6%	1.6%	1.5%	1.4%	1.6%	1.7%	1.8%	1.8%	1.3%	1.6%	1.8%	2.1%	1.7%
2014	K Outbound	1,448,965	1,213,463	1,150,989	1,179,885	1,235,063	1,270,559	1,467,776	1,297,178	1,211,318	1,360,000	1,310,000	1,246,000	10,469,150
	Guam Inland	28,585	25,365	21,640	20,633	22,640	27,756	34,413	27,347	22,487	34,000	34,000	39,000	296,336
	Market Share	1.9%	1.8%	1.9%	1.8%	1.9%	2.1%	2.3%	2.1%	1.8%	2.5%	2.6%	3.1%	2.0%

- Blue K Outbound projection

- This is in-line with our smart goals. General Manager noted that we are up 2% outbound from last year. In previous years we've been hovering around 1.5%. The Korea Outbound has increased tremendously.

Korea Marketing News

3 month Activities/Programs

- TV Home-shopping
 - Nov. : Bomulsum
 - Dec. : CJ Worldis
 - On cable TV for an 1 hour
- MICE Group
 - Nov. : Value in Korea - 170 pax (New), Fin Con - 200 pax (New)
Ace Insurance - 250 pax (New), Kwang Dong - 150 pax (New)
 - Dec. : Kumon - 130 pax (New), Computer society - 100 pax (New), Policy process - 100 pax
 - 31% increase over last year's MICE arrivals.

MICE Monthly total

	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
2014	550	850	1,200	3,500	1,160	1,125	1,825	2,451	3,115	2,750			18,526
2013	1,820	780	910	2,050	1,390	1,250	1,490	1,542	1,350	1,570			14,092

- General Manager Pangelinan focused on MICE, for which we are up 4,000 pax from year-over-year. He noted that we are getting the message out there and are pushing for MICE business. Our two top travel agents in Korea: Mode & Hana represents a big chunk of their business.

Korea Marketing News

3 month Activities/Programs

- Golf Tournament
 - Dec. : M. Ba Golf - 100 pax (Leo Palace)
- United Media Fam on Nov. 27 ~ Dec. 2
 - With 6 media
- UA Inauguration Flights Guam Study Tour
 - Hana Tour 20 pax on Nov. 19 ~ 23
 - Mode Tour 20 pax on Nov. 26 ~ 30
- KGTC Fam with Jin Air on Dec. 12
- Jeju Air Busan Inaugural flight from Jan. 8
 - 2 times per week, every Thur. & Sun.

Korea Marketing News

Shop Guam Festival Package



- Korea has been one of our biggest supporters in terms of our Shop Guam Festival. Last year they had more than doubled the next market in terms of app downloads. We are still seeing a strong push in the Korea market for the SGF. Three tour companies are coming out with these fliers and pushing the SGF in Korea.

Korea Marketing News

Golf Tournament – M Ba Golf on Dec. 4



Korea Marketing News

Busan Wedding Planner Fam Tour
Oct. 19 - 24 with 12 pax



- General Manager Pangelinan noted that Guam is getting good recognition for our honeymoons. We had a wedding planner familiarization tour from Busan here in October.

Korea Marketing News

Korea National Sports Festival in Jeju on Oct. 27 - Oct. 29



- This was GVB's first time at the Korea National Sport Fest. He went on to note that they bring back Korea nationals that live abroad to participate in this event. It pitches Guam as a sport destination. These people that come to Guam to participate, have offices all over the world. What we wanted to showcase was our cultural dancers and Miss Guam. This was very well received and came on the heels of another promotions, which was additional add-on.

Korea Marketing News

Mode International Travel Show on Oct. 30 ~ Nov. 2



- Reported that he was invited to make welcoming remarks at the VIP grand opening ceremony. It was very well attended. VP of Mode International is a very good friend of GVB and has been a good ally in pushing for Guam. Mode Tour is in-line with our pax expectations of 2020.

Korea Marketing News

3 month Activities/Programs

- 2014 Seoul Lantern Festival – Nov. 7 - Nov. 23
 - Advertising GVB video clip on 400" LED at Chongea Plaza
 - GVB Booth with various events at Gwanggyo bridge
 - Facebook, GVB Korea Website and will visit Karl to announce event winner on Nov. 23
 - Shop Guam Festival:
 - Discussing about sending TV program on Nov.
 - Sports Event
 - Korea Professional Baseball Association on Dec.
 - Discussing MOU with GVB
 - Discussing about sending famous TV program on Jan.
 - XTM "주먹이 운다(Cryingfist)"
- He will be attending the Seoul Lantern Festival, for which there should be about 1 million attendees. It has a lover's atmosphere, so we will be promoting Guam as a honeymoon/wedding destination.

Korea Marketing News

Ko'ko' Road Race/Shop Guam Festival Media Fam



** Total runner registration for KKRR 157 pax*

- o Total runner registration from Korea was just under 160 pax, which is the largest that we've had from the Korea market for this particular race. Our events are definitely growing.

Pacific Marketing News

ITB Asia 2014 October 29-31, 2014 Singapore

- GVB Marketing Officers Mark Manglona and Haven Torres met with Sam Ho, the United Sales Manager in Singapore.
- United Singapore wants to participate in a familiarization tour to Guam and Micronesia with their top agents.
- GVB had over 30 business appointments and entertained several dozen unscheduled appointments during the event.



Taiwan Marketing News

Taipei International Travel Fair November 7-10, 2014

- Guam won Best Booth Performance Award at ITF.
- Guam helped open travel fair during the ribbon cutting ceremony.
- GVB General Manager Karl Pangelinan & Miss Guam shook hands with Taiwan President Ma.
- Over 300,000 travel trade representatives and consumers attended the 4 day event with 60 countries represented and over 1,450 booths in the Taipei World Trade Center.
- GVB met with industry partners, including Eva Airlines and Taiwan media representatives.
- Guam delegation hosted a trade gathering reception and also encouraged participation in the 2016 Festival of Pacific Arts.



- Just got back from ITF this past weekend, along with Director Arriola. This is the one show a year that we attend in Taiwan, it's our third market, but we really got the red carpet treatment out there. This is the top trade show in Taipei, with a ton of opportunities. They met with airlines and addressed concerns with challenging flight times. The GVB team hosted leaders in travel trade. It was a nice event where we displayed our culture with Jesse & Ruby performing, dancers, and Miss Guam. We did an interactive presentation that was very helpful for all the agents involved.
- Director Arriola noted that although Taiwan may be our third market, it's till an important market because of our Austronesian connection to our people. As the cultural chairperson, she encouraged all markets to adopt the same booth design that Taiwan and Korea have. We were awarded best booth performance (which included our cultural aspects). She commended GVB Management, staff, Taiwan office, for doing a great job positioning Guam from a nook in the U.S. destination area to a mainstream accent.

China Marketing News

Shop Guam Fam Tour for Hong Kong Media
November 1, 2014



China Marketing News

United Airlines inaugural non-stop service between
Guam and Shanghai
October 28, 2014



Guam Ko'ko' Half Marathon & Ekiden Relay

Sunday, October 19, 2014
Governor Joseph Flores Memorial Park



- Over 2,000 runners participated in 9th annual GVB Signature Event
- Largest half marathon turnout in Guam's history (1,145 half marathoners, 920 ekiden runners)
- Guam welcomed visiting runners from over 7 different countries including the Philippines, Taiwan, Hong Kong, Korea, Japan, the U.S., as well as runners from Oceania and the CNMI.
- Ko'ko' Roadies promoted event on social media and local media outlets
- Participants enjoyed hydration stations, cheer squads, a post race breakfast and entertainment



- Chairman Baldyga talked about the recent legislation that uses \$4million out of the TAF for overtime of police officers. He noted that that it was helpful for GVB that it was a loan rather than a direct appropriation. Chairman Baldyga discussed with some senators about putting guidelines around the TAF, but the senators said that his proposal would be unlikely to happen. The general feedback that he got from the senators was to be persistent and aggressive in accessing those monies.

- Chairman Baldyga noted that we had outperformed our TAF, giving us a surplus, which we were not made aware of. But, recently he had heard that there wasn't a surplus. He asked General Manager Pangelinan for clarification.
- General Manager Pangelinan commented that we were sitting on the 2013 receivables that BBMR hadn't paid.
- The FY13 receivables couldn't be released because BBMR needed the language in the budget law. In this year's budget, we included the language so we can have access to those monies.
- **Chairman Baldyga suggested coming up with a list of things that we would like to do and put together bills indicating that when the TAF money is available, we want to use it for these different projects.**
- **Chairman Baldyga noted that he would like to go over the smart goals next board meeting.**
- Chairman Baldyga commented that the \$4million would be better received by the legislature to be used for FestPac. He suggested about 50% to be used for FestPac and the other 50% to be used for capital improvement projects (payable in three years).
- Total amount of FestPac 2016 is \$5million. We have \$1.5million in the bank and we are still waiting to receive the addition \$2.5million from the TAF. As trustees, GVB must work on getting back those monies.

❖ Treasurer's Report: (O. Miyashita)
Exhibit C
**CASH, RECEIVABLES, & PAYABLES POSITION
FY 2014 & FY 2015 COMPARATIVE REPORT**

FY 2014 (11/25/2013)	Balance	FY 2015 (11/10/2014)	Balance
CITIBANK OPERATION	\$429,020.84	BANK OF GUAM	\$7,405,177.68
BANK OF GUAM	\$6,018,244.89	FIRST HAWAIIAN BANK - Membership	\$105,913.63
FIRST HAWAIIAN BANK - Membership	\$63,542.34	RESONA BANK	\$107,687.32
RESONA BANK	\$558,679.48	BOG - TAF ACCOUNT	\$2,641,498.46
CITIBANK - TAF	\$68,013.73	BOG - RAINY DAY FUND	\$1,914,912.14
BOG - TAF ACCOUNT	\$367,667.34	BOG - FESTPAC Trust Account	\$1,589,298.43
BOG - RAINY DAY FUND	\$1,675,460.19	MORGAN STANLEY - CD **	\$2,511,793.09
BOG - FESTPAC Trust Account	\$1,150,311.63	BOG - 2/12 Memorial Fund	\$24,684.71
MORGAN STANLEY - CD **	\$2,509,164.48	TOTAL CASH IN BANKS AS OF 11/10/2014	\$16,300,965.46
BOG - 2/12 Memorial Fund	\$49,728.71	**Morgan Stanley CD Market value as of 09/30/2014	
TOTAL CASH IN BANKS AS OF 11/25/2013	\$12,889,833.63	FY 2014 BUDGET P.L. 32-068	\$ 19,422,134.00
**Morgan Stanley CD Market value as of 10/01/13		OPERATIONS - \$15,487,134.00	
FY 2013 BUDGET P.L. 31-233	\$16,018,239.00	TAF Special Projects - \$2,000,000.00	
GVB - \$15,238,239.00		PASS THRU APPROPRIATIONS - \$1,935,000.00 (emended per PL 32-181)	
OPERATIONS - \$14,022,384.00			
TAF Special Projects - \$1215,855.00		OPERATIONS	TAF Special Projects
PASS THRU APPROPRIATIONS - \$780,000.00			Pass-thru
OTHER APPROPRIATIONS:		11/14/13 \$ 1,161,535.00	\$ 150,000.00
PL 31-270/281	\$320,958.00	11/15/13 \$ 1,161,535.00	\$ 150,000.00
PL 32-057/058/059	\$227,000.00	11/29/13 \$ -0-	\$ -0-
		12/11/13 \$ 1,161,535.00	\$ 150,000.00
		12/24/13 \$ -0-	\$ -0-
		01/10/14 \$ 1,032,535.00	\$ 150,000.00
		01/21/14 \$ -0-	\$ -0-
		02/11/14 \$ 386,100.00	\$ 150,000.00
		03/17/14 \$ 1,936,970.00	\$ 150,000.00
		04/17/14 \$ 1,290,535.00	\$ 150,000.00
		05/09/14 \$ 649,017.55	\$ 150,000.00
		06/19/14 \$ 1,161,535.00	\$ 150,000.00
		08/04/14 \$ 1,161,535.00	\$ 150,000.00
		08/12/14 \$ 1,161,535.00	\$ 150,000.00
		08/26/14 \$ 1,050,000.00	\$ 150,000.00
		09/09/14 \$ 1,161,536.00	\$ 150,000.00
		10/03/14 \$ 425,000.00	\$ -0-
		11/05/14 \$ -0-	\$ -0-
		\$14,900,903.55	\$1,950,000.00
			\$ 58,125.00
			\$ 58,125.00
			\$ 7,500.00
			\$ 63,750.00
			\$ 3,750.00
			\$ 26,250.00
			\$ 2,500.00
			\$ 22,500.00
			\$ 96,000.00
			\$ 80,250.00
			\$ 56,250.00
			\$ 56,250.00
			\$ 56,250.00
			\$ -0-
			\$ 56,250.00
			\$ 25,000.00
			\$ 70,500.00
			\$ 795,500.00
		Total FY 2014 Allotment Received to Date:	\$17,646,403.55
		Accounts Receivable FY 2014	\$1,775,730.45
		FY 2015 BUDGET P.L. 32-181	\$ 23,847,696.00
		Operations - \$20,115,000.00	
		Destination Development - \$1,085,000.00	
		Capital Improvement Projects - \$1,412,696.00	
		PASS THRU APPROPRIATIONS - \$1,235,000.00	
		Operations	Destination
			CIP
			Pass-thru
		10/09/14 \$ -0-	\$ -0-
		11/05/14 \$ 3,274,437.00	\$ 230,562.00
		\$3,274,437.00	\$ 230,562.00
			\$1,100,792.00
			\$ 212,750.00
			\$ 362,750.00
		Total FY 2015 Allotment Received to Date:	\$4,968,541.00
		Accounts Receivable FY 2015	\$18,879,155.00
		FY 2013/2014 ACCOUNTS PAYABLE as of 11/25/2013	Amount
		Asatsu invoices Dec'12 - Sept'13	\$0.00
		Japan Miscellaneous Invoices	\$56,338.65
		Guam Miscellaneous Invoices	\$321,014.86
		FY 2011/2012 Pass-thru appropriations	\$356,592.27
		FY 2013 Pass-thru appropriations	\$0.00
		Encumbered Contracts (not yet incurred)	\$0.00
		Encumbered Purchase Orders (not yet incurred)	\$35,580.80
		FESTPAC Trust Account	\$1150,311.63
		Total Payables to date	\$1,919,838.21
		FY 2014/2015 ACCOUNTS PAYABLE as of 11/10/2014	Amount
		Asatsu invoices	\$0.00
		Japan Miscellaneous Invoices	\$58,660.80
		Guam Miscellaneous Invoices	\$359,149.19
		FY 2011/2012/2013/2014 Pass-thru appropriations	\$296,592.24
		FY 2015 Pass-thru appropriations	\$56,000.00
		Encumbered Contracts (not yet incurred)	\$6,280,406.75
		Encumbered Purchase Orders (not yet incurred)	\$82,845.49
		FESTPAC Trust Account	\$1,589,298.43
		Total Payables to Date	\$8,722,952.90

- Controller, Rose Cunliffe reported that staff is in the process of closing out FY14. She also reported that we are currently undergoing the audit.
- Director Arriola commented that we haven't received all of FY13 receivable. As General Manager Pangleinan noted, BBMR needed the language in the budget law to give GVB access to the 2013 reserve. She noted that Accounting has been doing their best with receivables.

- o With time running short, **Chairman Baldyga commented for the next board meeting we should have a discussion on the finances.**

❖ Report of the Board Committees:

A. EXECUTIVE COMMITTEE (B. Kloppenburg)

Lotte FAM Tour Motion

Vice Chairman Kloppenburg made a motion, seconded by Director Guthertz, to ratify Executive Committee's approval for the travel of Masano Takeuchi, GVB Tokyo staff, to assist with the Lotte FAM Tour from October 26-28, 2014. (Estimated cost \$335.00; account#SMD008)

Motion Approved.
Chairman Baldyga made the 8th vote.

Travel Expenses	
Airfare: (Airport Tax only)	\$130.00
R/T Transportation to airport:	\$ 80.00
Guam Per Diem: \$62.50 x 2 nights	\$125.00
Total:	\$335.00

Background: The Bureau has received a request for assistance from Lotte Hotel and Delta Airlines to participate in a familiarization tour with the top agents from Tokyo and Osaka. During their time on Guam, Ms. Takeuchi will conduct a presentation to the agents focusing on Premium Guam as well as escort the group while on island.

LIST COMPANIES ATTENDING.

- | | |
|---|---|
| 1. Mr. ITAGAKI, PMT Tokyo | 2. Mr. SHIMIZU, R&C Tours Tokyo |
| 3. Ms. SONODA, HIS Tokyo | 4. Ms. SHIMIZU, HIS Tokyo |
| 5. Ms. NAGASHIMA, JTB World Vacations Tokyo | 6. Mr. KABURAGI, JTB Tokyo |
| 7. Ms. TAKEDA, KNT Tokyo | 8. Ms. KONAKAWA, NTA Tokyo |
| 9. Mr. TAKASHIMA, Rakuten Travel | 10. Ms. YAMADA, JTB World Vacation
Osaka |
| 11. Ms. NAKAGAWA, PMT Osaka | 12. Ms. SHICHI, R&C Tours Osaka |
| 13. Ms. TAKAMURA, HIS Osaka | 14. Mr. TSUKAMOTO, NTA Osaka |
| 15. Ms. MOTO, KNT Osaka | 16. Mr. IRIE, Hankyu Travel Osaka |
| 17. TBA(DELTA staff from Tokyo) | 18. TBA(DELTA staff from Osaka) |

Issue: Board approval required for all travel.

Discussion/Comments:

- o Director Jackson questioned why they asked GVB to pay.
 - o Marketing Officer, Nadine Leon Guerrero replied by saying that they weren't planning on sending anyone, but just simply help. However, at the last minute they had a request from Lotte Japan for more support, because they weren't getting the support that they needed on Guam.
 - o Director Jackson questioned by they couldn't put up the funds to do it themselves and that they are the only ones benefiting.

- Director Arriola commented that Lotte is a member, so in that respect, if any of our members need help, they could ask.
- Chairman Baldyga commented that it's a new hotel and they need rooms, putting some effort in helping, shouldn't hurt.

Japan Guam Tourism Council Meetings

Vice Chairman Kloppenburg made a motion, seconded by Director Guthertz, to ratify Executive Committee's approval for the travel of the General Manager or his representative to attend the quarterly Japan Guam Tourism Council meetings held in Tokyo, Nagoya, and Osaka from November 4-7, 2014. (Estimated cost is \$2,135.00; account # SMD008).

Motion Approved.
Chairman Baldyga made the 8th vote.

Background: The Japan Guam Tourism Council holds quarterly meetings to discuss the current market situation. Meetings are held in the three major regions for Japan's outbound travel to Guam.

Breakdown is as follows:

Airfare		\$800.00
Nagoya Per Diem		\$329.00
Nagoya Train Fare	Yen 6,200	\$62.00
Osaka Per Diem		\$319.00
Osaka Train Fare	Yen 14,100	\$141.00
Tokyo Per Diem		\$396.00
Tokyo Train Fare	Yen 8,800	\$88.00
		<u>\$2,135.00</u>

Issue: Board approval required for all travel.

Discussion/Comments:

- General Manager Pangelinan commented that Japan Committee Chairman, Director Milton Morinaga had attended.

China International Travel Mart (CITM)

Vice Chairman Kloppenburg made a motion, seconded by Director Guthertz, to ratify Executive Committee's approval for the travel of two (2) delegates: the Lt Governor of Guam and one staff from the Office of the Lt Governor to attend the China International Travel Mart (CITM) 2014 in Shanghai, China from November 12-15, 2014. (Cost approximately \$6,490.90 to be paid from China FY2015 CITM Account.)

Motion Approved.

Background: As Shanghai-Guam direct flights will begin on October 28, 2014, it is important that GVB continue to promote and support our industry partners by participating in CITM 2014, one of the largest professional travel marts in Asia. CITM has drawn the attention of people in the tourism industry worldwide and is jointly organized by China National Tourism

Administration (CNTA), Civil Aviation Administration of China (CAAC), and Shanghai Municipal People's Government.

Participants in CITM come from all sectors of the travel industry including international and domestic tourist organizations, travel agencies, hotels, airlines, and travel-related companies. Professional trade days will be arranged exclusively for registered delegates so as to ensure participation in CITM valuable. In the days open to the public, exhibitors can promote tourist products and show advantages of tourism resources to the mass directly. The CITM Organizing Committee will also invite a large number of correspondents of domestic and overseas media to cover the mart in an extensive and intensive way. Exhibitors may take the chance to increase their exposure and promote the reputation of their products.

It is essential for GVB personnel to attend CITM to: escort and assist the Guam tourism partners that will be accompanying GVB as delegates, network with Shanghai travel trade partners, man the GVB exhibition booth, and assist in orientating GVB's new China office representatives. Lastly, in addition to large participation in CITM, GVB China will also host a travel trade and media event to establish new and build upon current relationships in the market. The marketing message of a safe and clean U.S. island resort destination with a variety of tax-free shopping, adventurous outdoor activities, beautiful beaches and unique and rich Chamorro culture and history will be heavily promoted at all CITM 2014 activities.

Travel Expense:

Airfare:	Roundtrip air tickets: \$1,500 x 2 pax	\$ 3,000.00
Per Diem:	Lt. Governor of Guam Lodging: \$308.10 x 3 nights = \$924.30 M&IE: \$120.90 x 4 days = \$483.60	\$1,407.90
	Lt. Governor of Guam Staff Lodging: \$237.00 x 3 nights = \$711.00 M&IE: \$93.00 x 4 days = \$372.00	\$1,083.00
Unanticipated expenses:	Excess baggage fees & communication fees	\$1,000.00
	Total	\$6,490.90

Issue: Board approval for travel required.

Discussion/Comments:

- Vice Chairman Kloppenburg added that this event is an add-on. The Guam delegation includes: the Lt. Governor, Austin Duenas (Lt. staff), Nathan Denight (Deputy General Manager), Pilar Laguana (GVB Marketing Manager), Gina Kono (Marketing Officer II), Amy Lee (GVB China Marketing Rep), along with United Airlines, Dynamic Air, Royal Orchid, LeoPalace, EZTravel.

Tour of Guam

Vice Chairman Kloppenburg made a motion, seconded by Director Calvo, to ratify Executive Committee's approval for the travel of Ai Nagasawa, GVB Osaka staff, to assist with the Tour of Guam on November 23, 2014. Travel dates are from November 20-24, 2014. (Estimated cost \$1,025.00; account#SMD008)

Motion Approved.

Travel Expenses

Airfare:	\$700.00
R/T Transportation to airport:	\$ 75.00
Guam Per Diem: \$62.50 x 4 nights	\$250.00
Total:	\$1,025.00

Background: Initially named Guam Long Ride then officially changed to Tour of Guam in January 2014, and through the support of JTB and J Produce, Tour of Guam is a cycling event that essentially follows the contour of the island for a 121.6km ride. The first event was held in 2011 with 104 participants (71 Japanese, 33 local). In 2013 and 2014 Japanese participants remained steady at about 70. This sport has actively been promoted and we anticipate an increase in participants. The Bureau is a sponsor of the event through the Sports Committee. Ms. Nagasawa is the main point of contact for communication with J Produce.

Issue: Board approval required for all travel.

Shenyang Mission 2014

Vice Chairman Kloppenburg made a motion, seconded by Director Guthertz, to ratify Executive Committee's approval for the travel of the GVB General Manager to participate with the Government of Guam delegation comprised of GEDA, GIAA, and the Office of the Governor in visits with the Shenyang City Mayor, Shenyang Taoxian International Airport, and their tourism bureau in Shenyang, China from November 16-19, 2014 in preparation of a Governor-led tourism and trade mission scheduled for the first quarter of 2015. (Cost is approximately \$1,633.75, to be paid from China FY2015 CI-SMD023 Account.)

Motion Approved.

Travel Expense:

Per Diem:	GVB General Manager Lodging: \$241.25 x 4 nights = \$965.00 M&IE: \$133.75 x 5 days = \$668.75	\$1,633.75
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Background: The purpose of this mission to Shenyang is to strengthen government relations between Guam and Shenyang, explore air service opportunities to Guam, and continue tourism & public relations between Shenyang and Guam tourism bureaus.

The Shenyang Taoxian International Airport (SHE) is about 12 miles from the city and is a national first-class airport and an air transportation junction in northeast China. Presently, it has two terminal buildings, T1 and T2. There are about 70 domestic airlines and 35 international airlines operating at this airport. It is the goal of the delegation to meet with air

carriers and airport officials. The delegation will also meet with Shenyang's tourism bureau and travel agents.

While in Shenyang, Guam's delegation will meet with the Shenyang Tourism Bureau of the People's Republic of China to renew our contract on tourism cooperation that was established on May 23, 2002 to develop our tourism industries on the basis of co-development and mutual benefit.

Lastly, the Mayor of Shenyang will meet with the Guam delegation to re-activate our sister-city relationship that was established years ago. This travel is necessary in order to synchronize the Government of Guam's efforts to prepare for the Honorable Governor of Guam, Eddie Baza Calvo, to lead our Guam delegation for his official trade mission scheduled for first quarter of 2015.

Issue: Board approval for travel required.

Seoul Lantern Motion

Vice Chairman Kloppenburg made a motion, seconded by Director Guthertz, to ratify Executive Committee's approval for the travel of the GVB General Manager to attend the Seoul Lantern Festival during November 21-23, 2014 in Seoul, South Korea. Cost is approximately \$1,975.00 from Acct# #KO-SMD023.

Motion Approved.

Marketing	Lodging/MI&E	Total
GVB General Manager	\$1,025.00	\$1,025.00
Airfare (\$950.00 x 1 Pax)		\$950.00
	TOTAL	\$1,975.00

Background: Since its inception in 2009, the annual Seoul Lantern Festival has managed to put on a remarkable display of lanterns along the famous Cheonggyecheon Stream in downtown Seoul. Hundreds of lanterns, each with a unique design and story are lit and floated on the stream. The event is co-sponsored by Seoul City, Korea Cultural Heritage Administration, UNESCO Korea, and KOBACO (Korea Broadcast Advertising Corp).

Many other activities are scheduled during this 13-day event in November and carries the theme "World Heritage of Seoul".

Over 3 million Koreans and international visitors are expected to attend the event.

GVB is sponsoring a tent along the stream to display Guam collateral, have a PR and marketing presence, encourage GVB Korea FB registration, increase social media outreach, and provide a platform for participant raffle prizes to the Guam booth visitors.

The General Manager will be joining the GVB Korea team at the event and to draw the special event give-away prizes.

Issue: Board approval for travel required.

Discussion/Comments:

- General Manager Pangelinan commented that this event takes place over a 13-day period. This event is a well-attended event with 1 million attendees during that duration. GVB has a booth set up and will be there at the end of the event to give the prize.

B. ADMINISTRATION & GOV'T RELATIONS (J. Guthertz)

- Director Guthertz addressed the action item pertaining to schedule the breakfast briefing for incoming Senators after the elections. Director Guthertz suggested meeting with them after they get sworn-in, not after the elections. The get sworn-in on January 3rd, so she suggested that this meeting should be taken place mid-January.
 - Chairman Baldyga would like to lock in a date and time on the calendar.
- Director Guthertz commented that the legislature is looking towards utilizing the Tumon koban for VSOs.
 - Chairman Baldyga suggested that we go over this topic in the next board meeting.

C. DESTINATION MANAGEMENT (R. Hofmann)

Committee Minutes dated November 6, 2014

Exhibit D

- Director Hofmann reported that the committee minutes are included in the board packet and the FY15 Smart Goals are included in the minutes.
- **Chairman Baldyga would like to have all the FY15 Smart Goals from each committee be circulated to the board electronically and to discuss the next board meeting.**
- Chairman Baldyga mentioned that a route sign off the street had been hit and is dangling off the side of the sidewalk. He asked Doris Ada to make it a priority to get it checked on.

D. CULTURAL HERITAGE & COMMUNITY OUTREACH (T. Arriola)

- Director Arriola asked the board to adopt the cultural booth design that is in Korea and Taiwan.

E. SPORTS & EVENTS (J. Camacho/N. Taimanglo)

Committee Minutes dated October 7, 2014

Exhibit E

- Nothing to report.

F. MEMBERSHIP DEVELOPMENT (J. Camacho)

GVB Staff Appreciation Party

Vice Chairman Kloppenburg made a motion, seconded by Director Arriola, to approve up to \$5,000.00 for the GVB Staff Appreciation Party on December 19, 2014 at the Lotte Hotel Guam. Funds will be taken from the Membership account.

Motion Approved.

Background: This past calendar year, with the many successful events, marketing promotions, hard work and dedication of the Management & Staff of the Bureau, an appreciation party is being requested.

Issue: Board approval required.

G. RESEARCH

- o Nothing to report.

H. JAPAN MARKETING (*M. Morinaga / N. Nakajima*)
Committee Minutes dated October 15, 2014

Exhibit F

Japan Marketing FY2015 Strategic Planning Meetings

Director Morinaga made a motion, seconded by Director Jackson, to approve travel for GVB Japan Manager, Yuji Mitsumori to attend the Japan Marketing Committee Meeting on Wednesday, November 19, 2014, as well as to participate in FY2015 Japan Market strategy meetings. Travel dates from November 18-21, 2014 (Estimated Cost: \$1,625.00 from Account JA-SMD-004)

Motion Approved.

Travel Expenses:

Airfare (1 pax):	\$850.00
Guam Per Diem (\$62.50 x 4 days):	\$250.00
Lodging (\$175.00 x 3 nights):	\$525.00

Total	\$1,625.00
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Background: The Japan Market is Guam's prime market and due to decreasing levels in visitor arrivals, the operations and promotional efforts for FY2015 necessitates careful planning. The Japan Manager is needed to participate in strategic discussions scheduled during travel dates.

Issue: Board approval required for travel.

Japan Guam Tourism Council (JGTC) Guam Meeting

Director Morinaga made a motion, seconded by Director Jackson, to approval travel for three (3) GVB Japan staff to attend the Japan Guam Tourism Council Guam meeting and the Korean Air FAM Tour on December 5, 2014. Travel dates are from December 3-7, 2014. (Estimated cost \$4,410.00; account # SMD003)

Motion Approved.

Travel Expenses:

Airfare: \$700.00 x 3 pax	\$2,100.00
Hotel (est., comp room will be requested) \$130.00 x 4 nights x 3 pax	\$1,560.00
Per Diem \$62.50 x 4 days x 3 pax	\$750.00
TOTAL:	\$4,410.00

Background: Annually, one of the Japan Guam Tourism Council quarterly meetings is held on Guam. In addition Korean Air is planning a FAM tour with management from travel agents from the Osaka area focusing on MICE travel.

Issue: Board approval required for travel.

I. KOREA MARKETING (O. Miyashita)

Committee Minutes dated October 14, 2014

Committee Minutes dated November 7, 2014

Exhibit G

Exhibit H

Busan City Christmas Fest/Jeju Air Pre-Inaugural Promo Event

Director Jackson made a motion, seconded by Director Guthertz, to approve travel for 8 pax to attend the Busan City Christmas Festival / Jeju Air Pre-Inaugural Promotion Event in Busan, South Korea (December 6, 2014). Cost is approximately \$7,513.75 from Acct# #KO-SMD023 (\$1,903.75), and Acct #DM-CPO-002 (\$5,610.00).

Motion Approved.

Background: Jeju Air has confirmed and scheduled its inaugural, direct flight from Busan to Guam on January 8, 2015.

To help drive travel from Busan to Guam, Jeju Air is requesting GVB's support with a cultural dance team and a Miss Guam to perform on stage at the Busan City Christmas Festival and where a pre-Inaugural Promotion Event is being scheduled.

In return, Jeju Air will provide round-trip tickets from Guam to Incheon for the Guam delegation, extensive Busan region media coverage before and after the event, and will have Guam travel promotions coverage on board all Guam bound Jeju Air in-flight pamphlets.

Marketing	Lodging/MI&E-Busan	Total
GM Karl Pangelinan	\$668.75	\$668.75
MOII Felix S. Reyes	\$535.00	\$535.00
Airfare (2 pax x \$350.00)		\$700.00
	TOTAL	\$1,903.75

CHaCO	Lodging/MI&E-Busan	Total
CP Staff	\$535.00	\$535.00
Miss Guam	\$535.00	\$535.00
Cultural Entertainers x 4	\$535.00 x 4	\$2,140.00
Professional Fee-MG	\$100.00	\$100.00
Professional Fees-Entertainers x 4	\$200.00	\$200.00
Airfare (6 pax x \$350.00)	Seoul-Busan R/T	\$2,100.00
Totals		\$5,610.00

Issue: Board approval for travel required.

Discussion/Comments:

- Director Jackson commented that Jeju Air is about to start direct flights from Busan in January and that this motion received approval from the KMC earlier in the day.
- Marketing Officer Felix Reyes later reported that the KGTC will be on-island December 12-13, 2014.
- Vice Chairman Kloppenburg commented that he feels that the Korean market is not benefiting Guam to its full capacity. He feels that hotels and rent-a-car businesses are benefiting, but he doesn't feel that the industry as a whole is benefiting. From a lot of people that he has talked to in the industry, 20% of the market is Korean. Companies in the tourism industry should have some impact on business from the Korean market. He stated that currently it's not happening. The way the business model is designed, there's no sharing of customers from the tourism perspective. He feels that this is an issue that needs to be discussed at some kind of level.
- Director Jackson commented that the companies that benefit from Korea are solely focused on the Korean market. It's a market that doesn't seem to leave any tracks on Guam. They come and they go, with little impact other than to Korea centric companies.
- As an operator, Chairman Baldyga commented that they have good Korean business, but has not increased as the LCCs came in. Arrivals came up from 100,000 pax to 200,500 pax, but Korean impact has been flat. He added that he had discussed with Korean agents and their response were that they are either overwhelmed with many customers with many flying from LCCs or they're coming in on their own and bypassing everybody and not spending any money.
- Vice Chairman Kloppenburg added that the bigger problem is that return business is minimal. Japanese repeaters are 40%, Korean repeaters is below 20%. The experience that they are having may not be enough.
- The board discussed that the ground handlers need more improvement. They find that it's a problem that ground handlers are solely reliant on commission. With the China market opening up, we must improve the service from a ground handler standpoint.
- Board members discussed having some type of stamp of approval or endorsement to ensure customers an ultimate service quality.

J. NORTH AMERICA & PACIFIC MARKETS (A. Muna)

- Nothing to report.

K. GREATER CHINA MARKETING (B. Kloppenburg)

Committee Minutes dated October 10, 2014

Exhibit I

- Chairman Baldyga commented that China has just approved the extension of visas from one year to ten years and noted that this will change the playing field for the tourism of Guam.

L. RUSSIA & NEW MARKETS (B. Jackson)

- Director Jackson reported that charter flights have been scheduled to begin on February 10, 2015, with frequency every 10 days, from two main markets.

❖ **OLD BUSINESS**

- No old business.

❖ **NEW BUSINESS**

- No new business.

❖ **EXECUTIVE SESSION**

- No executive session.

❖ **ANNOUNCEMENT**

Next Board Meeting:

- Wednesday, November 26, 2014 at 4:00PM, GVB Main Conference Room.

Events:

- November 27, 2014 = Thanksgiving Day (GVB Closed)



ADJOURNMENT

Director Hofmann made a motion, seconded by Director Jackson, to adjourn the meeting. Meeting adjourned at 5:46 p.m.

Motion Approved.

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

Board Minutes respectively submitted by Colleen Cabedo, Executive Secretary

Action Items:

BY MANAGEMENT

- General Manager Pangelinan to come up with a plan and budget to improve the welcoming experience at the airport. (7/10/14) Also, to make a list of public signs that needs improvement. (7/24/14)
 - Ongoing. (9/11/14)
- ~~Management to make a presentation on the guest satisfaction research report. (8/14/14)~~
 - ~~Was in General Manager's report on 9/11/14 board meeting, but will be presented at a later board meeting. (9/11/14)~~
- Management to schedule the breakfast briefing for incoming Senators after the elections (8/14/14).
 - Director Guthertz suggested that this breakfast briefing occur after the senators are sworn in. Swearing-in is on January 3, so she suggested to have this mid-January. (11/13/14)
- Management to make a presentation on the Christmas lights for this year (8/14/14).
 - General Manager Pangelinan mentioned that this would be saved for another board meeting. (9/11/14)
- Management to direct the vendor to utilize a single share of gray and green and to paint a full surface when covering over graffiti to avoid "patches" of mismatched color (8/14/14).
 - Ongoing. Waiting on GTA and GPA. (9/11/14)
- Management to accelerate and prioritize the cut offs and the bus shelters (8/14/14)
 - General Manager Pangelinan reported that the bus shelters are out and live. The bus cut outs should be out on the streets in the coming weeks. (9/11/14)
- Management to present bus shelter design ideas to the Board (8/14/14)

- Ongoing and to present sometime in October 2014. Once we select the firm. The design will go out to the board. (9/11/14)
- Sports & Events Committee to brainstorm new major event ideas for next year (8/14/14)
 - Will be having a brainstorming session in the next couple of weeks. (9/11/14)
- ~~○ Chairman Baldyga noted that VSOs be introduced to the board at the next board meeting. (9/11/14)~~
 - ~~▪ VSOs were present at the membership meeting on 10/7/14.~~
- Chairman Baldyga noted that he would like to have a Paint Guam initiative when rainy season is over. Would like to take it upon us to spruce up retaining walls that need water-blasting/cleaning and painting. Would like to pick one or two colors to uniformly paint the retaining walls in Tumon. Perhaps, use this as a springboard to go to the Lieutenant Governor's Office to see if he could support us by getting the paint stores to offer us discounts. Chairman Baldyga would like to see this take action from January – March 2015. (9/11/14)
- Management to work with agriculture on replanting trees next spring. (9/11/14)
- Chairman Baldyga would like to get a snapshot on the status of each committee's top 3-4 smart goals from the past year. He would like to know where we are at, what needs to be finished by the end of the year, and to start thinking about next year's goals. (10/9/14)
- Chairman Baldyga would like to see a snapshot of each committee's budget breakdown for FY15. (10/9/14)
- Addressed that we have \$1.5 million approved for capital improvement projects, but would like to have a breakdown of what our projects may be by next board meeting. (10/9/14)
- He wants to make it a priority to have a banner and loiter law enacted by the end of the year. (10/9/14)
- Vice Chairman Kloppenburg bought a smog-testing machine and has a group of bus companies that are willing to participate in testing their emissions. Chairman Baldyga requested that Vice Chairman Kloppenburg craft a proposed emission legislation. (10/9/14)
- Chairman Baldyga suggested coming up with a list of projects and put together bills indicating that when the TAF money is available, it would be used to fund these different projects. (11/13/14)
- Chairman Baldyga commented for the next board meeting we should have a discussion on our finances. (11/13/14)
- Chairman Baldyga would like to have all the FY15 Smart Goals from each committee be circulated to the board electronically and to be discussed at the next board meeting. (11/13/14)