

REGULAR BOARD OF DIRECTORS MEETING MINUTES

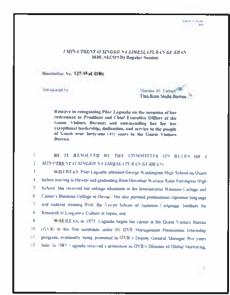
Thursday, May 28, 2020, at 1:30 p.m.
TELECONFERENCE – GoToMeeting
(https://global.gotomeeting.com/join/449762437)

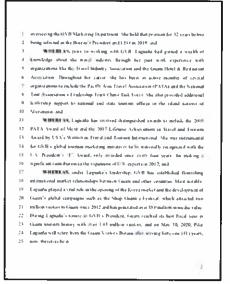
CALL TO ORDER

With there being a quorum, Chairman Ada called the meeting to order at 1:37 p.m.

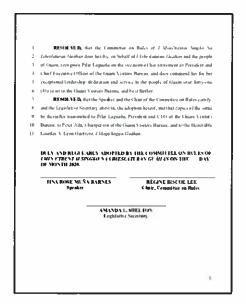
II. PRESENTATION OF THE LEGISLATIVE RESOLUTION

- Speaker Tina Muna-Barnes presented Legislative Resolution No. 327-35 on behalf of the Oversight Chairwoman, Senator Therese Terlaje. The resolution recognizes Pilar Laguaña on the occasion of her retirement as President and Chief Executive Officer of the Guam Visitors Bureau; and commending her for her exceptional leadership, dedication, and service to the people of Guam over forty-one (41) years in the Guam Visitors Bureau.
- President Laguaña thanked the Speaker for the surprise and appreciates the recognition. She mentioned that there is
 a whole lot of people, board members, industry members, present and past employees that she has had the privilege
 of working with in developing the visitors economy for the betterment of our island.
- She thanked the Legislature for always being supportive in the Bureau's mission and she looks forward to the leadership in providing the necessary resources to help recovery and retool the product and our destination, so that we can continue to have a good quality of life and environment for our people to enjoy.
- She also wants to thank for the many years she has worked with the island leadership and also for the many campaigns that have been done that have embraced our local community to be a part of tourism. In fact, this industry belongs to our people and we are just gifted to have the privilege here at GVB to represent our island, wherever we go, and wish everybody the best luck moving forward.
- She also thanked the Board of Directors, Board Chairman, the Interim President for having a great transition this past few weeks and to the hardworking staff and membership at large.
- She will always be a promoter whether here at GVB or elsewhere. She loves her island and her people!









III. MINUTES OF THE PREVIOUS MEETING

Director Arriola made a motion, seconded by Director Camacho, to approve the minutes of the previous Board of Directors meeting dated May 14, 2020. Motion approved.

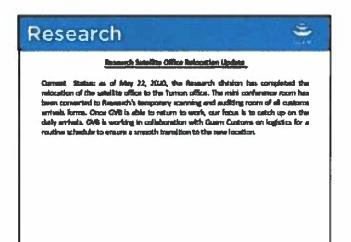
IV. CHAIRMAN'S REPORT

- Chairman Ada reported that he has good news; Governor Leon Guerrero announced yesterday that tourism would reopen on July 1st, which is a start date that the industry has been waiting for. He thanked Governor Leon Guerrero for her careful consideration and balance of public health and business, in particularly the tourism industry. Having been involved with many of the inner meetings, Governor really had to balance the call for public health and the call of business to start. It looks like we've managed well and the people of Guam have responded to the Executive Order with the stay at home and social distancing. We are at a good point where the confidence is there that we can really get our tourism industry started.
- Reiterated that this is President Laguaña's last board meeting and would like to thank her for all her years and services to the Bureau and to the island.
- Also announced that he received and has accepted Vice President Bobby Alvarez' resignation effective May 31, 2020
- He introduced the incoming Interim President who needs no introduction, Former Governor Cart T.C. Gutierrez.
- With nothing firm yet, he also announced that working along side Governor Gutierrez would be the incoming Interim Vice President, Mr. Gerry Perez who is no stranger to the Bureau or the industry. He thanked Mr. Perez for accepting the position.
- The search committee for the President's position has been meeting and continues to meet with nothing firm to report.

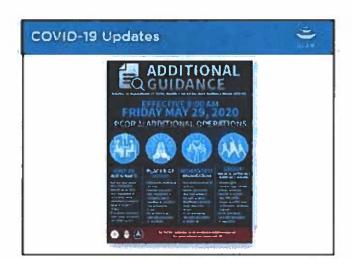
V. PRESIDENT & CEO'S REPORT

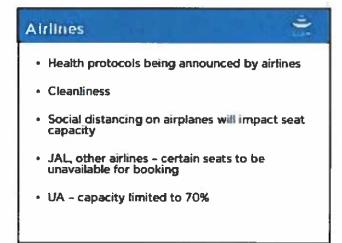


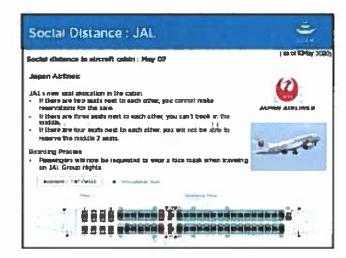


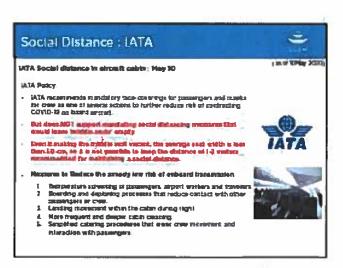


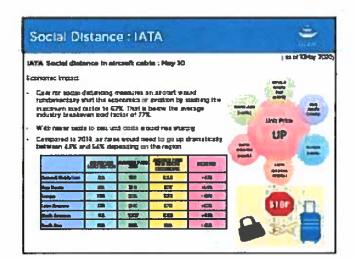


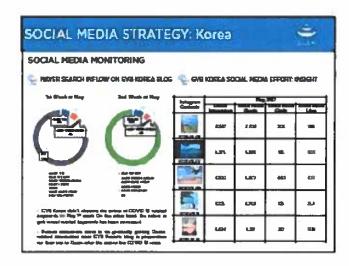




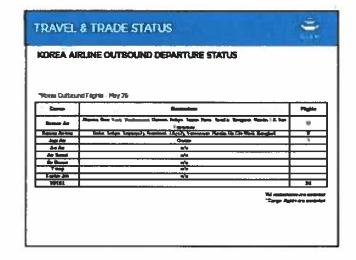






















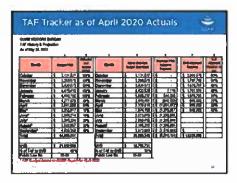


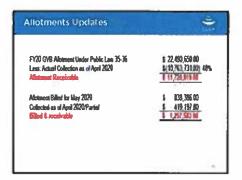


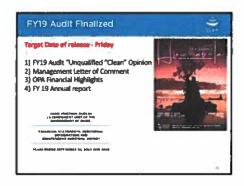


- At the end of her report, she invited the Interim President/CEO Governor Carl Gutierrez to also give a report to the board.
- Governor Gutierrez thanked outgoing President Laguaña for her introduction and briefing over the last week for him and Mr. Perez. He mentioned that she ran a very good tight ship and is very impressed with all the employees that gave their report and he looks forward in catching up with all the good work that she has done.
- Governor Gutierrez also mentioned that over the past several days, he and tourism industry personnel were able to
 provide Governor Lou Leon Guerrero enough information to make a decision to reopen Guam's tourism industry on
 July 1st.
- He thanked the Chairman and the Board of Directors for having faith and confident in his abilities and he is looking
 forward to reimagining Guam. He mentioned that he and President Laguaña have always been on the same
 wavelength about the one destination Micronesia, which the focus is missing and is looking forward in carrying it
 through for her.
- Thanked President Laguaña for a job that very few people can even match.

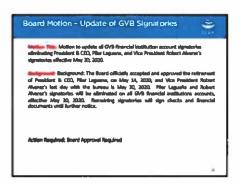
VI. TREASURER'S REPORT













- Director Shinohara reported that for the month of March, received an allotment of \$840,000 and for April received \$440,000 and is expecting to receive another \$400,000 soon and for the month of May, expecting to receive 50% of the allotment of \$840,000. So in terms of our recovery plans, efforts and finances, we are above where we had expected to be but still significantly short from where we need to be with respect to our recovery efforts.
- Director Shinohara gave a quick update on the audit. He mentioned that with President Laguaña exiting, she is exiting GVB on a very high note with respect to the financial health of GVB. Audit is being wrapped up and is currently with the OPA for review and hopes to be issued and sent out by the OPA tomorrow. So far, there is no indication of receiving anything other than an unqualified clean opinion. The management letter from the external auditors has been issued. There have been no significant findings associated with our financial controls and hope to have the highlights issued by the OPA in the next day or so. We are trying to put out the Annual Report in time for President Laguaña to sign off on so the draft could be circulated to the board for review.
- Director Shinohara mentioned that as we all know, the budget has been significantly cut given the COVID situation and the lack of TAF proceeds at that time. Since then, budget cuts have been revisited, including scaling back on beach cleaning and grass cutting. And as you can see in the presentation, trash pickup services across the beach properties in Tumon are significantly under attended. Beach cleaning was reduced to reduce cost because we thought that with the beaches closed and tourist not coming, we didn't foresee a need to pick up at the same level as before. With the beach reopening this weekend and tourism reopening in July, there is a need to reinstate some of the cost associated with ensuring that we can offer a clean and safe product for everybody.

Motion made by Director Shinohara, seconded by Director Gatewood, to approve an additional \$15,000.00 per month for Beach Cleaning Maintenance Contract and \$15,000.00 per month for the Tumon Landscaping Maintenance Contract for the remainder of the fiscal year for additional trash collection and maintenance. Total \$30,000 per month from June 2020 – Sept. 2020 (Funds from additional allotment received). Motion approved.

Background: Beginning April 1, 2020 Destination Development reduced and/or suspended maintenance contracts due to funding shortage. Both the Beach Cleaning and Tumon Landscaping contracts were significantly impacted which caused an overflow of trash to sit for days and grass to grow tall. In addition, the reduced amount is not adequate to cover the level of service GVB requires monthly.

Action Required: Board Approval Required

Director Shinohara stated that with President Laguana and Vice President Alvarez' departure from GVB, it is necessary
to update the signatory account.

Motion made by Director Shinohara, seconded by Director Gatewood, to update all GVB financial institution account signatories eliminating President & CEO, Pilar Laguana, and Vice President Robert Alvarez's signatories effective May 30, 2020. Motion approved.

Background: The Board officially accepted and approved the retirement of President & CEO, Pilar Laguana, on May 14, 2020 and Vice President Robert Alvarez's last day with the bureau is May 30, 2020. Pilar Laguaña and Robert Alvarez's signatories will be eliminated on all GVB financial institutions accounts, effective May 30, 2020. Remaining signatories will sign checks and financial documents until further notice.

Action Required: Board Approval Required

 Director Shinohara stated that with the Interim Management team, there is a need to facilitate the swift approval of finance process, which has been a significant challenge.

Motion made by Director Shinohara, seconded by Director Camacho, to approve finance approval process for the Interim Management Team. Motion approved.

Background: The Interim Management Team shall have approval for any and all expenses up to \$4,999.99. All invoices and expenditures not previously approved by the Board of Directors in excess of \$5,000, but under \$25,000 must be approved by the Finance committee prior to execution and ratified by the full board at the next regularly scheduled Board of Directors meeting. All expenditures in excess of \$25,000 must be taken to the Board of Directors for approval.

Action Required: Board Approval Required

VII. REPORT OF THE BOARD COMMITTEES

A. EXECUTIVE COMMITTEE

Nothing to report.

B. ADMINISTRATION & GOVERNMENT RELATIONS

Nothing to report.

C. DESTINATION MANAGEMENT

Director Shinohara stated that President Laguaña covered the updates in her report.

D. VISITOR & SAFETY SATISFACTION

 Director Shinohara reported that the homeless were tested for COVID this morning at the Ypao Beach and hoping to have good negative positive results at the end of the day.

E. CULTURAL & HERITAGE

Nothing to report.

F. RESEARCH / MEMBERSHIP & COMMUNITY OUTREACH

Director Gatewood reported that in conjunction with the University of Guam, several businesses have come together. Essentially there is monies through a TAP grant and they are seeking GVB's support for collaboration with a simple letter that states that GVB is going to share findings for certain research that they want to do in country and target markets.

G. SPORTS & EVENTS

- Director Shimizu reported that the ongoing work to secure the sports and student exchange program continues, which is with the Japan National Synchronized Swim Team, the rugby camp and the Japan women's softball team.
- Director Camacho inquired if there are any updates on the United Guam Marathon. Director Shimizu replied
 that as far as he has heard, it is still scheduled for September depending on the COVID situation. It is essential
 to continue to follow the social distancing and guidelines.
- Director Shinohara added that he has a meeting with the organizers this week to evaluate what the options are.
 Large sporting events across the globe have been cancelled. Not understanding where we are with the ability to host an event such as the marathon, but as of now the plan is to host it in September.

H. AIR SERVICE DEVELOPMENT

- Vice Chairman Morinaga stated that he is trying to incorporate Air Service Development with the COVID
 Task Force. The reason is because at the latter part of the Task Force report, air seat capacity needs to be
 redeveloped and doesn't want three committees reaching out to the same mission.
- He reported that Japan Airlines are still scheduled to fly in July so the need to knock on their door to make sure
 that they are aware of the quarantine to be lifted by July 1st and that they are ready to send people to Guam.

I. JAPAN

- Director Murata reported that they had a committee meeting on May 19, 2020. He shared the update and overview of the recovery plan with the committee members.
- With the reopening of tourism on July 1st, he shared the good news with the JGTA member company and requested that the information be sent to relevant parts of Japan as breaking news. However, according to the latest information, JTB and HIS have decided to suspend packet tours until July 15th. Other agencies (KNT, JalPak, NTA) are still suspended until June 30th but feel that there will be some movement soon. The postponed decision may not be able to clearly confirm the downgrade of travel alert on the Japan side and the lifting of mandatory quarantine in Japan. In order to avoid postponement of further tour cancellation, it is necessary to proactively and promptly send accurate information to the Japanese market regarding the restart of tourism in Guam.
- On another note, JGTA is working on the creation of the safety guidelines by member travel and bus companies
 for the resumption of tourism business in PCOR3. Would like to share the guideline with GVB so business
 could resume smoothly.

J. KOREA

- Director Kloppenburg reported that not much has changed since the last board meeting. As President Laguaña briefly mentioned in her report with the plan to start flights in June, there are 51 international routes that they are planning on. Unfortunately, Guam is not one of those routes at this time but with the news from yesterday to ease the restrictions on July 1st, hopefully that will change. There are some questions in the market about what the lifting of those restrictions means at this time. Hoping for a guideline to be released for the tourist markets to go over so they can start planning on sending their customers to Guam. There is a lot of pent up demand for people to venture and travel. In the short-term as we start our recovery, we can capture some of that pent up demand.
- He reported that they had a committee meeting on May 19th with another one scheduled for this coming Tuesday at 11:00 a.m.
- Chairman Ada inquired if the country managers in Korea, Taiwan and Japan were formally informed of the
 reopening of tourism. Mr. Ocampo responding that speaking on behalf of Japan Market, he has been in
 communications with Mr. Kaneko-san. Waiting for the official document from the Governor's office to be
 share with the markets. Interim President Governor Gutierrez announced that he would be meeting with the
 country managers tomorrow.

K. GREATER CHINA

Nothing to report.

L. NORTH AMERICA & PACIFIC MARKETS

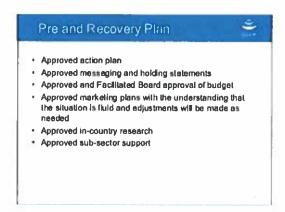
Nothing to report.

M. NEW MARKETS

Nothing to report.

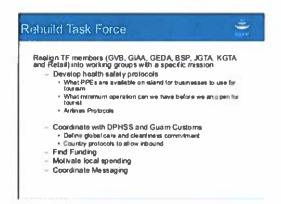
VIII. CORONA VIRUS TASK FORCE













IX. OLD BUSINESS

No old business.

X. NEW BUSINESS

No new business.

XI. EXECUTIVE SESSION

No executive session.

XII. SPECIAL PRESENTATION TO PRESIDENT PILAR LAGUAÑA

- a. A special Bendision (CHamoru Blessing) was presented to President Laguaña by Master of Chamorro Dance Frank Rabon and Taotao Tano.
- b. Motion made by Director Shimizu, seconded by Director Arriola, to approve GVB Board Resolution 2020-003 Relative to Honoring Ms. Pilar Laguana for her contribution to the Guam Visitors Bureau, the People of Guam, and congratulating her on her retirement. Motion approved.
- c. Director Arriola read the resolution signed by Board Chairman Ada and attested by her, as the Secretary of the Board.







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- d. The GVB Board of Directors and staff as well as Dr. Judy Flores and Lasia Casil presented special gifts to President Laguaña.
- e. A special video was presented depicting some of President Laguana's memorable moments during her tenure at the Bureau.
- f. ANNOUNCEMENTS

Upcoming Board Meetings:

- June 11, 2020
- June 25, 2020

XIII. ADJOURNMENT

Motion made by Director Shinohara, seconded by Director Arriola, to adjourn the meeting at 2:56 p.m. Motion approved.

