

REGULAR BOARD OF DIRECTORS MEETING MINUTES
Thursday, October 28, 2021, at 1:30 pm.
GVB Conference Room and Teleconference - GoToMeeting
https://www.gotomeet.me/GUAMVISITORSBUREAU/gvb-board-meeting

I. CALL TO ORDER

• A quorum being present, Chairman Morinaga called the Board's regular meeting to order at 1:30 pm.

II. ROLL CALL

In-Person: Milton Morinaga, Paul Shimizu, Sonny Ada, Laura Cepeda, Ho Eun, Derrick Quinata, Ben

Ferguson, Jeff Jones, Sam Shinohara

Online: Rudy Paco, Flori-Ann Dela Cruz, Steve Gatewood

Absent: Charles Bell

III. MINUTES OF THE PREVIOUS MEETING

EXHIBIT A

Vice-Chairman Shimizu made a motion, seconded by Director Jones, to approve the previous Board of Directors meeting minutes dated October 14, 2021, subject to minor corrections. Motion Approved.

IV. CHAIRMAN'S REPORT

Chairman Morinaga reported:

Global Issues & Updates:

- Japan's power prices are skyrocketing as they hit record highs
- Tokyo's Governor Koike hospitalized for fatigue
- Taiwan and Chinese Communist Party (CCP) tensions increase
- Korea's Presidential election slated for 2022

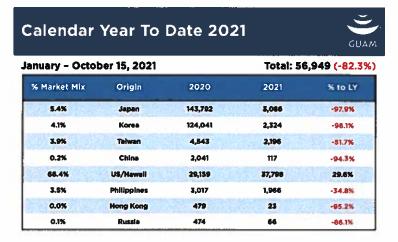
Energy costs:

- Airlines fuel costs rising
- China purchases LNG gas

V. MANAGEMENT'S REPORT

- Vice President Perez pointed out Korea has toppled Japan's vaccination numbers
- Research Director Nico Fujikawa reported a considerable increase in the Korean market





Director of Global Marketing, Nadine Leon Guerrero, reported:

- Vaccination rates have increased to 90.26%
 - o Well received by our source markets
 - o Korea and Japan are about even in the percentage of the population
 - o Guam lost lives recently, as of October 24

New International Travel Policy

- President Biden issued a Proclamation on Oct 25 to suspend and limit entry into the US for non-US citizens who are nonimmigrants seeking to enter the US by air travel
- CDC's Order requiring foreign nationals traveling to the US to be fully vaccinated against
 COVID-19 before boarding a flight to the US from a foreign country will take effect Nov 8
- It does not apply to US citizens, US nationals, US lawful permanent residents, immigrants, and crew members of airlines or other aircraft operators

Categories of noncitizen nonimmigrants exceptions:

- Children under 18 years of age
- Persons on diplomatic or official foreign government travel
- Persons with documented medical contraindications to receiving a COVID-19 vaccine
- Participants in specific COVID-19 vaccine trials
- Persons issued a humanitarian or emergency exception
- Persons with valid visas [excluding B-1 (business) or B-2 (tourism) visas] who are citizens of a foreign country with limited COVID-19 vaccine availability
- Members of the US Armed Forces or their spouses or children (under 18 years of age)
- Sea crew members traveling with to a C-1 and D nonimmigrant visa
- Persons whose entry would be in the national interest, as determined by the Secretary of State,
 Secretary of Transportation, or Secretary of Homeland Security (or their designees)

How it works:

- Vaccinated air travelers (ages two and older), including US citizens, also must show proof of
 a negative COVID-19 test taken no more than three days before they board a flight to the US
 - Unvaccinated Americans abroad will need a negative COVID-19 test within a day of return flight

• Only FDA approved and authorized vaccines and vaccines that have an Emergency Use Listing (EUL) from the WHO will be accepted for air travel

Accepted COVID-19 Vaccines

	Vaccines Approved or Authorized by the U.S. Food and Drug Administration	Vaccines Listed for Emergency Use (EUL) by the World Health Organization
Single dose	jansservj&j	• janssen/j&j
2-dose	Pfizer-BioNTech	Pfizer-BioNTech
series	Moderna	 Moderna
		AstraZeneca
		Covishield
		BIBP/Sinopharm
		Sinovac

- CDC now considers complete vaccination with possible mixed doses, so long as they are approved either by the FDA or WHO
- Based on the category of exception, an unvaccinated traveler is required to get tested with a viral test 3-5 days after arrival and self-quarantine for a full seven days
- If an unvaccinated air traveler intends to stay in the US for longer than 60 days, the traveler must attest that:
 - o traveler agrees to get vaccinated against COVID-19 and
 - has arranged to become fully vaccinated within 60 days of arriving in the US, or as soon after that as is medically appropriate, unless (for children) traveler is too young to be vaccinated

COVID-19 Booster Update

- FDA granted emergency use authorization to booster shots from Moderna and Johnson & Johnson; (21 Oct) CDC recommends and expands eligibility for a booster shot of COVID-19 vaccines in specific populations.
 - As with Pfizer's vaccine, a third Moderna shot for those vaccinated at least six months ago is recommended
 - Recipients of Johnson & Johnson's COVID-19 vaccine are also allowed to receive a second dose at least two months after they were first vaccinated, regardless of their risk

ELIGIBILITY:

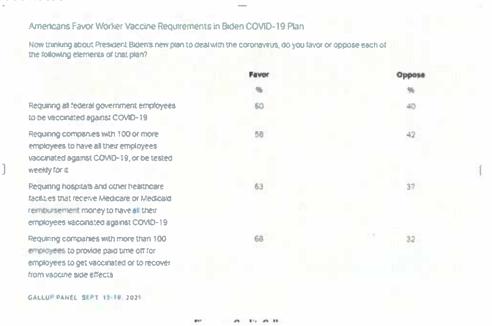
- o 65 years and older
- Age 18+ who live in long-term care settings
- Age 18+ who have underlying medical conditions
- o Age 18+ who work or live in high-risk settings
- Vaccinated persons can now also "mix and match" their booster shots and do not have to get
 an additional dose from the same brand that first vaccinated them

White House

Vaccination requirements are helping vaccinate more people, protect Americans from COVID-19, and strengthen the economy

• 78% of adults have at least their first shot; more than 185 million Americans fully vaccinated

- Vaccination requirements work:
 - o Increased vaccination rates by 20+ percentage points to over 90% in many organizations
 - o Helped cut the rate of unvaccinated Americans by one-third
 - Good for the economy by encouraging those who left the workplace to return and by lowering COVID-19 rates
 - Becoming the standard across all sectors with broad public support (vax requirements are at 25% of businesses, 40% of hospitals, and colleges/universities serving 37% of all students)
 - When United Airlines began vaccination requirements, 59% of its employees were vaccinated, and in less than two months, 99% of its employees were vaccinated
 - When Tyson announced its vaccination requirements, only 45% were immunized; in two months, 91% were vaccinated - a 102% increase
- President Biden announced a series of vaccination requirements:
 - Requiring all federal executive branch employees, including the military, and all federal contractors are fully vaccinated
 - Ensuring that all businesses with 100 or more employees require every worker be fully vaccinated or tested weekly
 - Requiring workers in health care settings that receive Medicare or Medicaid funding be fully vaccinated
 - Requiring all Head Start educators, teachers, and staff at federally-run schools be fully vaccinated

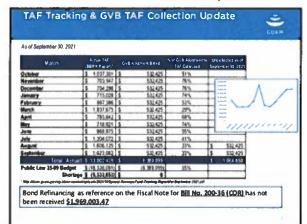


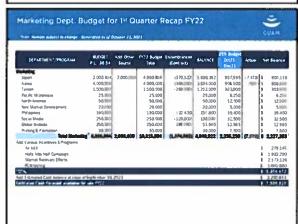
Questions & Comments:

- Director Shinohara inquired about the eligibility of booster shots for food service workers.
 Would like to ensure that booster shots are available to those in the hotel and visitor industry
 - JIC releases state that those in high-risk areas of employment are eligible to receive booster shots, according to Nadine LG
- According to President Gutierrez, when source markets do not require boosters in their country but must be fully vaccinated when they visit Guam, it can be problematic.

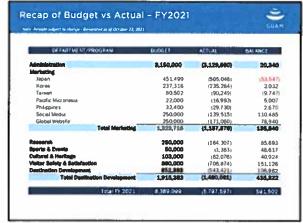
VI. TREASURER'S REPORT

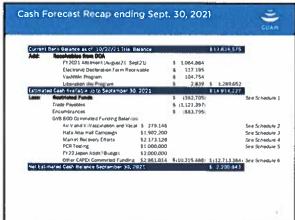
Director of Finance Villanueva reported:

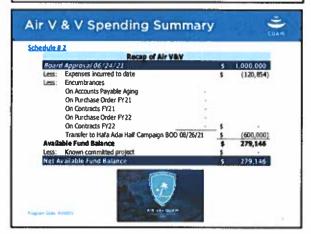


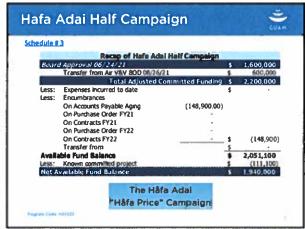


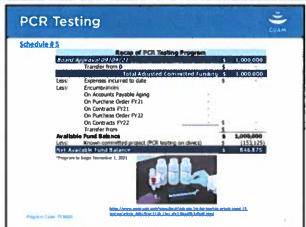


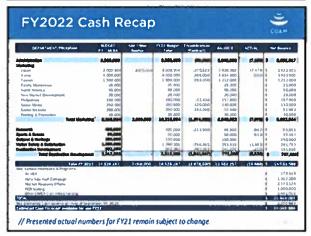




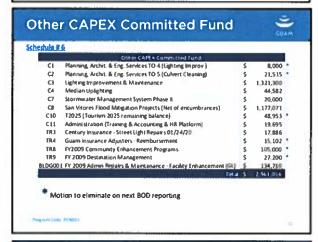


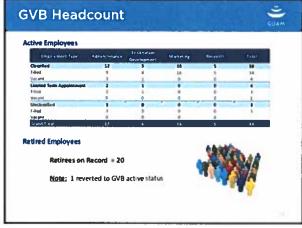






Recovery Fund Spending Update School 12 Was from 15 and 15 and





Questions & Comments:

Recap of Budget vs. Actual - 2021

- Director Shinohara
 - o Inquired how we overspent in the Japan Market
 - > Josie responded with the following information
 - Time difference
 - We are verifying information with the Japan market on whether expenditure is from market recovery to determine where the funding source will be pulled.
 - The final update for September 2021 closing will be provided when available

Recap of Budget vs. Actual - 2021

- Vice President Perez instructed Director of Finance Villanueva to keep an eye on the rate of allotments received by GVB
 - Beginning November 2021, Marketing expenditures need to be visited every quarter

Cash Forecast Recap Ending September 30, 2021

- Director Ada inquired whether there were any trade payables over 90 days or are they all under control
 - > Josie responded with the following information
 - They are all under control
 - If any delays on trade payables, it is due to ensuring that all documentation is completed
 - Communicated with FEMA regarding possible reimbursements for all things having to do with a safe reopening.

Restricted Funds Recap

- Director Shinohara asked about the restriction for Reconstruction of Phase I. & II. San Vitores.
 How will the \$182,138.00 be used?
 - Josie responded with the following information
 - · San Vitores, Tumon Capital Improvements

Recap of Håfa Adai Half Campaign

- Josie mentioned to date; additional airline incentives were accounted for, amounting \$941K (not shown on the slide presentation)
- Director Ferguson asked what market the \$941K airline incentives was allocated to
 - Taiwan, Korea, and the Philippines
 - For inbound travelers

PCR Testing

- The program will be implemented on November 1st
- According to Nadine, the information had been sent to all clinics
- Each participating clinic will have a sign that GVB is creating with the QR code linking them to the respective country website with current regulations
- Director Jones asked if a central location for testing had been decided or will travelers choose a clinic to go to
 - Due to the limited capacity in clinics, PCR testing locations will be throughout the island
 - Several clinics are participating in the program
 - Tumon vaccination clinic is available and is part of the program
- Director Ferguson inquired whether GVB would issue information that could be shared with travel partners.
 - Cards currently in the design process
- Director Jones inquired about the time frame for testing results
 - > 48 hours
- Director Shinohara asked if we are prepared to certify the requirements for some of the source market countries.
 - In meeting with the clinics, GVB provided Japan and Korea forms and requirements for their review

- Clinics are aware of the forms, prepared to fill the forms and make copies of necessary documentation and provide individuals with copies of their results
- > We are promoting the visitors' responsibility to find a clinic and execute their testing
- PCR testing is for about 5K individuals
- Director Ferguson asked how we are communicating this limited time offer to the markets and are we going to establish a firm deadline
 - Speaking to travel agents, posting on social media; the local ground handlers are aware of our program and are pushing the information as well
 - > Testing is available as long as funding is available
 - Met with FEMA and placed a request for their support to extend the program
- Director Eun mentioned that the Korean government is moving toward "Living with COVID-19" campaign
 - Three phases to campaign; begins November 1st
 - Depending on the situation, they expect to launch phase 3 by mid-December; going back to normal
 - Korea may change PCR requirements
 - o Working to convince Korean government's CDC to change PCR test to antigen

FY 2022 Cash Recap

- Main worksheet moving forward
- Director Shinohara does not see the need to cover all the details unless there is a significant shift

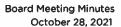
GVB Headcount

- GVB has 20 retirees on record, with one reverted to active status
- Director Shinohara asked if the retirees change anything from a financial perspective
 - According to Josie, it does change. If status reverts to active, GVB pays a portion of their health insurance and retirement.
- Director Shinohara requested to see the GVB Headcount report each month

Director Ferguson made a motion, seconded by Director Sam, to approve the financial reporting presented by Management as the standard reporting format for Board meetings. Motion Approved.

Questions & Comments:

- Director Shinohara suggested moving forward; it would be helpful for the large committees to have a standing reconciliation, so everyone understands where they are from a budget perspective
- Director Ada asked if we are looking to fill the vacant positions as he recalled passing a policy to freeze hiring
 - According to Nadine, there was a discussion, but no motion passed.
 - Director Shinohara confirmed no motion was made; Management decided for a hiring freeze until we reconcile our financial situation
 - President Gutierrez mentioned that Management decided at that time on the hiring freeze themselves because there was not much going on trying to get GVB folks back into the proper areas. Now we are starting to prepare.



VII. REPORT OF THE BOARD COMMITTEES

A. EXECUTIVE COMMITTEE

Nothing to report

B. ADMINISTRATION & GOVERNANCE

EXHIBIT B

Director Cepeda made a motion, seconded by Director Ada, to revert the \$243,657 from the prior cash forecast report under Board committed funds from previous years and some insurance claims that specific projects are already completed and revert the funds to FY2021 unallocated funding. Motion Approved.

Ref.	Description	Amount
C1	Planning, Archit. & Eng. Services TO 4 (Lighting Improv.)	8,000
C2	Planning, Archit. & Eng. Services TO 5 (Culvert Cleaning)	21,51
C10	T2025 (Tourism 2025 remaining balance)	48,953
TR3	Century Insurance - Street Light Repairs 01/24/20	17,886
TR4	Guam Insurance Adjusters - Reimbursement	15,102
TR8	FY2009 Community Enhancement Programs	105,000
TR9	FY 2009 Destination Management	27,200
	Total	243,657

Background: The motion supports the efforts of simplifying financial reporting and fund monitoring going forward.

Questions & Comments:

- Director Shinohara inquired about the FY2009 Community Enhancement Program in the amount of \$105K. Management to provide details.
 - o Nadine to research

Director Cepeda made a motion, seconded by Director Shinohara, to reallocate \$50,000 from the recovery budget and approved \$200,000 from the unallocated FY2021 funds for year-end holiday illumination and fireworks. Motion Approved.

Background: At the start of the pandemic, \$200,000 was set aside for Visitor Safety and Satisfaction activities. In FY2021 and FY2022, the Bureau was able to fully fund the activities and goals outlined for the respective fiscal years. As noted during the board meeting on October 14, 2021, funds have been identified to provide \$50,000 sponsorship of the Electric Winter Wonderland activities in downtown Hagåtña and \$200,000 for lighting and fireworks in Tumon.

Questions & Comments:

- 200K comes from the Recovery budget
 - o Funds were set aside for the VSO program; in the last two years, GVB was able to fully fund the program requests, therefore the recommendation to reallocate the funds is brought to the Board
- Unable to do the illumination village; the plan is to light up the medians
- \$50K is for the sponsorship of the Electric Winter Wonderland activities in downtown Hagåtña
- \$200,000 for lighting and fireworks in Tumon

Director Cepeda made a motion, seconded by Director Shinohara, to approve the purchase of a company vehicle/van for no more than \$45,000 inclusive of basic features, with a back-up camera and sensor for safety, insurance coverage, and registration. The funds will be from FY2022 allocated funds for vehicle lease of \$5,400 for six months and the remainder from the FY2021 from unspent funding. Motion Amended.

Questions & Comments:

- Chairman Morinaga inquired whether the vehicle would be leased or purchased. After three years, the vehicle usually breaks down by then. With a lease, no worries about maintenance
- Director Shinohara suggested giving Josie the flexibility to run analytics and determine if leasing or outright purchase makes the most sense from a finance perspective. Funds have been identified for it in the FY2022 budget

Director Cepeda made a motion, seconded by Director Shinohara, to approve purchase/lease of company vehicle/van no more than \$45,000 inclusive of basic features, with back-up camera and sensor for safety, insurance coverage, and registration. The funds will be coming from FY2022 allocated funds for vehicle lease of \$5,400 for six months and the remainder from the FY2021 unspent funding. Motion Approved. 2 abstain (Directors Jones & Quinata)

C. REOPENING TASK FORCE

Shinohara reported:

- · Great things happening in Korea
- Good conversations in Japan
 - o Elected a new Prime Minister
 - About to form a new government; once constituted, a declaration would be made.
 - Would like to ensure we are paying attention, understand what it would mean to us, ensuring we are ready

Questions & Comments:

- Director Ferguson asked Nico for a status update on the HDF online capability
 - > No update from DPHSS
 - Nico to follow up
- Director Shinohara mentioned that United Airlines was able to upload both the Customs and HDF form unto their website for easy accessibility for checked-in passengers
 - Suggested that GVB work with other carriers ensure a seamless process for their customer basis
- The Health Declaration form is only in English. The Customs Declaration Form is in various translations
 - Nadine mentioned GVB provided translations at the start of the form; all translations are completed
 - > GVB offered services to assist with DPHSS HDF
 - > DPHSS needed to redo their RFP to include the different languages

D. AIR SERVICE DEVELOPMENT

Chairman Morinaga reported:

- The regular meeting took place on October 26th
- Discussed regular and charter flight program
- GVB's Japan, Korea, and Taiwan offices will communicate program details to the airlines at the time of their sales call
- Application could be found on visitguam.com/air

E. TAIWAN

Chairman Morinaga reported:

- GTO participated in the Taichung International Travel Fair October 22-25
 - o The organizer gave complimentary booth space to have our representative GTO there to conduct business
 - o Lucky draw event and consumer survey
- Upcoming trade shows: Taipei International Travel Fair on November 5-8, Taipei Tourism Expo on November 26-29, and Kaohsiung International Travel Fair on December 17-20
- GTO Office to follow up with Taiwan government on the status of pre-clearance facility at the airport

F. DESTINATION MANAGEMENT/VISITOR & SAFETY SATISFACTION

Director Sam made a motion, seconded by Director Vice Chairman Shimizu, to approve authorization of the President and CEO as Chief Procurement Officer of GVB to enter into a contract with the lowest responsible and responsive bidder for GVB IFB 2022-001 TUMON BAY STREETLIGHT IMPROVEMENT UPGRADE (San Vitores Boulevard & JFK Road). Motion Approved.

Background: The project is the Tumon Bay Lighting Improvement Upgrade located in Tomhum (Tumon), beginning at the Marine Drive/North San Vitores (once known as Australian Cable) intersection down to and along Chalan San Vitores just past the GPA substation west of the Hilton intersection. It also includes the JFK/Marine Drive Intersection down to Chalan San Vitores. The project covers approximately 2.82 miles, consisting of 2.56 miles along Chalan San Vitores and .26 miles along the old Tumon Bay (JFK) Road from Marine Drive to Chalan San Vitores.

In various locations along Chalan San Vitores and Tumon Bay (JFK) Road, some light pole components are inoperable, are missing or damaged. Some complete pole assemblies have been destroyed or removed.

The project aims to restore the street lighting system to its original operating condition with adequate lighting level and minimum glare both along the roadways and sidewalks. This involves troubleshooting the system, including series of tests and ascertaining the condition of the light pole assemblies (the bases, the fixtures, electrical components, circuitry, controls, fuses, receptacles, wiring, concrete pole, attachments, arms) and SLPs (panelboards, contactors, wiring, conduits, SS enclosures, photocells, selector switches) including conduit and wiring from SLPs to pole assemblies. Upgrade or replace defective or ineffective light pole assemblies, SLPs, and conduit and wiring, including but not limited to replacing some entire pole assemblies in accordance with the findings.

This procurement was issued on October 18, 2021. The deadline for submission of bids is November 29, 2021. The proposed start date is December 13, 2021.

Funding Source: Hotel Occupancy Tax Revenue Bonds, Series 2011A

Issue: Board approval required.

Questions & Comments:

- Director Ada asked if we are considering the use of solar streetlights in the future.
 - President Gutierrez stated that we are currently trying to replace the lights that are down now
 - > Solar streetlights were installed at Adelup, and they are more problematic

- Chairman Morinaga noticed five streetlights are burnt out on San Vitores Road
 - Across the old Tropicana
- President Gutierrez recalled the mention of dark areas from Westin down toward Gun Beach; Public Works responsibility
 - Working with DPW to see what could be done to light up the area in that location

G. CULTURAL HERITAGE, COMMUNITY OUTREACH & BRANDING

Cepeda reported:

- GVB Holiday showroom on our website with links to vendors such as local artisans, local entrepreneurs providing local products, etc.
- Working with Guam Preservation Trust to collaborate on upcoming projects

H. RESEARCH / MEMBERSHIP

Nothing to report

I. SPORTS & EVENTS

Gatewood reported:

- Former coach for the Trailblazers, Terry Stotts, will be visiting Guam
- GVB asked to help with the welcome group

J. JAPAN EXHIBIT C

Committee Meeting Minutes - October 19, 2021

Vice-Chairman Shimizu reported:

- 70% of the eligible population are fully immunized
- Thanked Chairman Morinaga for representing GVB as one of the panelists at the JATA
 Travel Mart
- Next meeting scheduled for November 16th

K. KOREA EXHIBIT D

Committee Meeting Minutes - October 19, 2021

Director Eun reported:

- Korea is changing its lifestyle through its program, "Living with Covid."
- Since the US does not request a PCR test from Korea upon arrival and accepts the antigen test, we can ask to reciprocate the exact requirement
- November 7-12: FAM Tours from Korea in Guam
 - o About 550 PAX
- GVB Korea will participate in Busan Travel Fair, November 13th
- Admin Processing & Industry Meetings, November 15th
 - As approved by Board, Director Eun, President Gutierrez, Global Marketing Director LG, Korea Marketing Manager Colleen Cabedo will meet with the Korea government, the embassy, and the country manager
- Kim Gu-Ra, Korean MC, comedian, TV, and radio host interested in filming a golf course show in Guam in November or December
- In addition to Jeju and T'way Airlines, there are twelve more additional flights per week coming this December
- Next KMC meeting scheduled for November 9th

L. NEW MARKETS

• Nothing to report

M. NORTH AMERICA, PACIFIC & PHILIPPINES

Director Jones reported:

- GVB continues to participate in the NOB & ITR Fai hosted by the Navy twice a month
- Next meeting is November 2nd

VIII. OLD BUSINESS

No Old Business

IX. NEW BUSINESS

No Old Business

X. EXECUTIVE SESSION

No Old Business

XI. ANNOUNCEMENTS

Upcoming Board Meetings:

- November 12, 2021
- December 9, 2021

XII. ADJOURNMENT

Director Shinohara made a motion, seconded by Director Jones, to adjourn the Board of Directors regular board meeting at 2:56 pm Motion Approved.

Mr. Stephen Gatewood, Secretary of the Board of Directors

Board Minutes respectively submitted by Valerie Sablan, Executive Secretary