

October 3, 2019

Re: Notice of Annual Meeting
Canyon Villas Vacation Owners Association

Dear Owner:

The 2019 Annual Meeting of Canyon Villas Vacation Owners Association will be held at 2:00 p.m., Arizona time, on November 5, 2019, at Residence Inn Phoenix Desert View (see reader board for meeting location), 5665 East Mayo Boulevard, Phoenix, Arizona 85054.

The purpose of the meeting is to review the operations of the Association, conduct any business which may be presented at the meeting and to consider the following:

- The number of directors shall be fixed each year by the Association at its Annual Meeting

The following Annual Meeting materials are included for your review:

- **Proposal** to be considered
- **Limited Proxy**

This email contains the link to the secure internet site that will allow you to submit your Limited Proxy electronically and also view the documents related to this meeting. It has confidential information specific to your account and is intended only for the member to whom it is addressed.

If you are unable to attend in person, you may submit your Limited Proxy electronically no later than 11:59 p.m., Eastern time, on October 29, 2019. The internet procedures are designed to authenticate your electronic submission by use of a personal control number. To submit your proxy via Morrow Sodali's online system, please click on proxyvoting.com/MVCI. At the site, you must enter the following control number: [# to be provided by proxy vendor]. **PLEASE MAKE NOTE OF YOUR CONTROL NUMBER AS THE INFORMATION IS AVAILABLE ONLY THROUGH MORROW SODALI.**

If you have any questions regarding submitting your Limited Proxy electronically, please contact Morrow Sodali by email at mvci.info@morrowsodali.com.

If you have any questions about the Annual Meeting, please contact Sue Tan, General Manager, by phone at 480-629-3202 or by email at sue.tan@vacationclub.com.

Whether or not you plan to attend the Annual Meeting, I encourage you to submit your Limited Proxy promptly. If the quorum requirement is not met, the Association will incur an additional expense to re-notice Owners in order to obtain the votes required to hold the Annual Meeting. Your vote and participation are important to the Association.

Sincerely,

Charles Baron
Secretary/Treasurer
Canyon Villas Vacation Owners Association

**Canyon Villas Vacation Owners Association
2019 Annual Meeting**

Proposal

1. The Number of Directors Shall be Fixed Each Year by the Association at its Annual Meeting (Item 2 on your Limited Proxy)

By-laws Article IV 4.01: “The initial Board of Directors consisting of three (3) directors shall be appointed by Developer and they shall hold office until the first annual meeting of the Association. At any annual or special meeting of the Association, the Owners may increase up to seven (7) the number of directors of the Board of Directors. Thereafter, the Association shall be managed and controlled by a Board of Directors of not less than three (3) nor more than seven (7) members, and until the Association shall otherwise determine, the Board of Directors shall consist of three (3) members. The number of directors shall be fixed each year by the Association at its annual meeting, provided that the number of directors may be decreased or increased subject to the foregoing limitations and, if increased, the additional directors may be elected by the Association at any special meeting called for such purpose.”

Increasing the number of the Board of Directors may increase Operating expenses to the Association.

Your choices are three (3), five (5) or seven (7) Directors.

Limited Proxy Submission Methods

The accompanying Notice of Annual Meeting describes important issues affecting the Association. To submit your Limited Proxy:

1. By internet

- a. Log onto proxyvoting.com/MVCI, 24 hours a day, seven days a week by the deadline of 11:59 p.m., Eastern time, on October 29, 2019.
- b. Enter the control number that appears on your Limited Proxy.
- c. Follow the simple instructions.

2. By mail

- a. Mark your selections on the enclosed Limited Proxy.
- b. Date and sign your name exactly as it appears on your Limited Proxy.
- c. If you will not be able to attend the Annual Meeting, please appoint a proxy holder to vote on your behalf. You may appoint the designated proxy holder named on your Limited Proxy, or you may write in the name of another person that you wish to act as your proxy holder. The person you designate must be in attendance at the Annual Meeting for your vote to be counted.
- d. Mail the Limited Proxy in the enclosed postage-paid envelope.

LIMITED PROXY

**Canyon Villas Vacation
Owners Association
2019 Limited Proxy**

Date: _____

Voting Member Signature:

(X): _____

Voting Member Signature:

(X): _____

Legal Name:

NOTE: THIS LIMITED PROXY MUST BE SIGNED AND DATED BY ALL OF THE OWNER(S) FOR THE VOTE(S) TO BE COUNTED. PLEASE SIGN AND RETURN YOUR LIMITED PROXY ON OR BEFORE OCTOBER 29, 2019. PLEASE NOTE, HOWEVER, THAT VOTES WILL BE COUNTED IF CAST IN PERSON OR OTHERWISE PROPERLY RECEIVED ON OR BEFORE NOVEMBER 5, 2019.

1. The above signed, as member(s) of **Canyon Villas Vacation Owners Association**, (the Association), do hereby appoint EITHER (indicate **only one choice** by filling in the circle at (1) or (2)).
 - (1) **William Humphries**, President of the Association, or any other officer or director of the Association in attendance he so designates in his absence; **OR**
 - (2) _____
(Insert name of individual, who **MUST** be in attendance at the Annual Meeting in order for your vote(s) to be counted.)

as my true and lawful attorney-in-fact and proxy holder, revoking all previous proxies, to vote in my place and stead on my behalf, as though I myself were present, with power of substitution, at the **Annual Meeting of Canyon Villas Vacation Owners Association**, to be held at 2:00 p.m., Arizona time, on November 5, 2019 at Residence Inn Phoenix Desert View (see reader board for exact meeting room location), 5665 East Mayo Boulevard, Phoenix, Arizona 85054. The Limited Proxy is revocable by the Owner and is valid only for the meeting for which it is given and any lawful adjournment. In no event is this Limited Proxy valid for more than 11 months.

AGENDA ITEMS. (FOR YOUR VOTE TO BE COUNTED ON THE FOLLOWING ISSUES, YOU MUST VOTE ON THE ITEMS BELOW. IF YOU LEAVE ANY ITEM(S) IN THIS SECTION BLANK, YOUR PROXY HOLDER MAY NOT CAST A VOTE ON SUCH ITEMS.)

2. The number of directors shall be fixed each year by the Association at its Annual Meeting. See Proposals for details.
 - Three (3) Directors
 - Five (5) Directors
 - Seven (7) Directors

3. **GENERAL POWERS (NON-AGENDA ITEMS).** To have my appointed proxy holder vote or not vote, as he/she sees fit and in the best interest of the Association on any other business rightfully brought before the membership, raised from the floor and not on the Agenda.
- Proxy holder may vote on non-Agenda items raised from the floor
 - Proxy holder may not vote on non-Agenda items raised from the floor