

April 10, 2020

Re: Notice of Annual Meetings
Desert Springs Villas Master Association
Desert Springs Villas II Timeshare Association

Dear Owner:

The 2020 Annual Meetings of Desert Springs Villas Master Association, Desert Springs Villas Timeshare Association and Desert Springs Villas II Timeshare Association will be held concurrently at 10:00 a.m., Pacific time, on May 15, 2020, at Desert Springs Villas, Hummingbird Room, 1091 Pinehurst Lane, Palm Desert, California, 92260.

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

- Election of two (2) Members to the Desert Springs Villas II Timeshare Board of Directors

The following Annual Meeting materials are included for your review:

- **Proposal** to be considered
- **Candidate Profiles** of the candidates for election to the Board of Directors
- **Limited Proxies Submission Method**
- **Limited Proxies**

If you are unable to attend in person, you may submit your Limited Proxies by marking, signing and dating your Limited Proxies and returning each in the prepaid envelope to: Proxy Services Corporation, P.O. Box 9001, Brentwood, New York, 11717-9804 by May 8, 2020.

If you have questions about your Limited Proxies or the information enclosed, please contact Peter Antinoph, General Manager, by phone at 760-779-1201 or by email at mvcownerboard.desertspringsvillas@vacationclub.com.

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

Sincerely,

Robert F. Gallagher
Secretary/Treasurer
Desert Springs Villas Master Association

Sharon August Jones
Secretary/Treasurer
Desert Springs Villas II Timeshare Association

**Desert Springs Villas II Timeshare Association
2020 Annual Meeting**

Proposal

1. Election of Two (2) Members to the Board of Directors

(Item 2A on your Desert Springs Villas II Timeshare Association Limited Proxy)

Two (2) Members will be elected to the Desert Springs Villas II Timeshare Association Board of Directors, each to serve a three-year term. See the Candidate Profiles for a summary of candidates. You are entitled to vote for two candidates (plurality voting applies). Your Limited Proxy is coded to automatically capture the correct number of votes based on your ownership.

**Desert Springs Villas II Timeshare Association
2020 Annual Meeting**

Candidate Profiles

Candidates listed in alphabetical order

Name: Thomas Fracisco
Home: Mission Viejo, California
Occupation: Property Manager
Comments: "For the past ten years I had managed commercial real estate property. With working with contractors, maintenance personnel for the good of my tenants I gained a great deal of experience. Prior to assuming this role, I had managed Western half of North America for a technology company. I look forward to representing each and all Owners."

Name: Ronald Horwitz
Home: Rochester, Michigan
Occupation: Dean, School of Business Administration, Oakland University (Retired)
Comments: "It has been my privilege to serve my fellow owners as a member of the DSVII Board of Directors. I am currently the President of the DSV Master Association Board. I am very knowledgeable of the resort since I use my Owner's week to occupy at DSV every year. Through the hard work of our superb management team, our resort remains financially strong and aesthetically in superior condition. We continue to be one of the most demanded exchanges at Interval International. The scheduled upgrade of the Palmeras Pool will enhance our attractiveness. However, as our resort continues to age, new challenges will surely arise. These times call for experienced individuals who are very familiar with our resort to serve on our Board. With your support I look forward to continuing to serve you."

Name: Scott Schermerhorn
Home: Scranton, Pennsylvania
Occupation: Attorney
Comments: "My name is Scott Schermerhorn. I reside in Pennsylvania; I am a veteran of the United States Marine Corps and an attorney 30 years. I have been married for 28 years and have three children. I have also served on the military review boards for the past 15 years for two United States Senators and two Congressmen selecting candidates for nominations to our prestigious military academies. I previously served as a Captain and Judge Advocate in the Marine Corps, and as a Special Assistant United States Attorney for the Department of Justice. I wish to serve as a Board Member to provide my leadership and experience as a way of continuing the outstanding work that former and current members have done for all to enjoy DSV. I have been a DSV owner for 20 years, my most memorable times have been watching my family grow and enjoy their vacations at DSV. My experience with representing real estate holding trusts and condominium owner associations will be an asset to the Board of Directors, as well as, my leadership experience. I wish to give back to the Association for the many years of enjoyment my family has experienced at the Villas."

**Desert Springs Villas II Timeshare Association
2020 Annual Meeting**

Candidate Profile(s)
(continued)

Name: Sverre Thomassen, Jr.
Home: North Tustin, California
Occupation: Corporate Banker
Comments: “As your Director, let me thank you for allowing me to be your voice on our Board. While serving on the investment committee my focus has always been cost control, particularly revenue management supported by sound investment decisions. I have a thorough understanding of all the issues your board faces and will utilize my experience to ensure your investment is safe and you will receive the ‘Best’ vacation experience. As your elected owner representative to the American Resort Development Association/Resort Owners Coalition and as its ambassador to Marriott Vacation Club, I represent you in fighting adverse tax legislation, locally and on state and national levels that specifically target timeshare owners. I respectfully request your continued support.”

Limited Proxies Submission Method

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

1. By Mail

- a. Mark your selections on the enclosed Limited Proxies.
- b. Date and sign your name exactly as it appears on your Limited Proxies.
- c. If you will not be able to attend the Annual Meetings, please appoint a proxy holder to vote on your behalf. You may appoint the designated proxy holder named on your Limited Proxies, 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 Proxies in the enclosed postage-paid envelope.

LIMITED PROXY

**Desert Springs Villas II
Timeshare Association
2020 Limited Proxy**

Date: _____

Voting Member Signature:

(X): _____

Voting Member Signature:

(X): _____

Legal Name:

NOTE: FOR THIS PROXY TO BE VALID, THE PROXY GIVER MUST PROVIDE THE NAME OF THE PERSON OR ENTITY TO WHOM THE PROXY IS GIVEN. PLEASE SIGN AND RETURN YOUR LIMITED PROXY ON OR BEFORE MAY 8, 2020. PLEASE NOTE, HOWEVER, THAT VOTES WILL BE COUNTED IF CAST IN PERSON OR OTHERWISE PROPERLY RECEIVED ON OR BEFORE MAY 15, 2020.

1. The above signed, as member(s) of **Desert Springs Villas II Timeshare Association** (the Association), do hereby appoint EITHER (indicate **only one choice** by filling in the circle at (1) OR (2)):

(1) **Benjamin Steinberg**, 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, hereby 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 Desert Springs Villas II Timeshare Association** to be held at 10:00 a.m., Pacific time, on May 15, 2020, at Desert Springs Villas, Hummingbird Room, 1091 Pinehurst Lane, Palm Desert, California, 92260, except that my proxy holder's authority is limited as indicated below.

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

A. Election of two (2) Members to the Board of Directors, each to serve a three-year term. See the Candidate Profiles for a summary of the candidates. Please select no more than two (2) candidates. A selection of more than two (2) candidates will invalidate your vote.

- Thomas Fracisco
- Ronald Horwitz
- Scott Schermerhorn
- Sverre Thomassen, Jr.

THIS LIMITED PROXY IS REVOCABLE BY THE OWNER, IN ACCORDANCE WITH THE BYLAWS OF THE ASSOCIATION, AND IS VALID ONLY FOR THE MEETING FOR WHICH IT IS GIVEN AND ANY LAWFUL ADJOURNMENT THEREOF. IN NO EVENT IS THIS LIMITED PROXY VALID FOR MORE THAN ELEVEN (11) MONTHS.

LIMITED PROXY

**Desert Springs Villas
Master Association
2020 Limited Proxy**

Date: _____

Voting Member Signature: _____

(X): _____

Voting Member Signature: _____

(X): _____

Legal Name:

NOTE: FOR THIS PROXY TO BE VALID, THE PROXY GIVER MUST PROVIDE THE NAME OF THE PERSON OR ENTITY TO WHOM THE PROXY IS GIVEN. PLEASE SIGN AND RETURN YOUR LIMITED PROXY ON OR BEFORE MAY 8, 2020. PLEASE NOTE, HOWEVER, THAT VOTES WILL BE COUNTED IF CAST IN PERSON OR OTHERWISE PROPERLY RECEIVED ON OR BEFORE MAY 15, 2020.

1. The above signed, as member(s) of **Desert Springs Villas Master Association** (the Association) do hereby appoint EITHER (indicate **only one choice** by filling in the circle at (1) or (2)):

(1) **Ronald M. Horwitz**, 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, hereby 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 Desert Springs Villas Master Association** to be held at 10:00 a.m., Pacific time, on May 15, 2020, at Desert Springs Villas, Hummingbird Room, 1091 Pinehurst Lane, Palm Desert, California, 92260, except that my proxy holder's authority is limited as indicated below.

THIS LIMITED PROXY IS REVOCABLE BY THE OWNER, IN ACCORDANCE WITH THE BYLAWS OF THE ASSOCIATION, AND IS VALID ONLY FOR THE MEETING FOR WHICH IT IS GIVEN AND ANY LAWFUL ADJOURNMENT THEREOF. IN NO EVENT IS THIS LIMITED PROXY VALID FOR MORE THAN ELEVEN (11) MONTHS.