

April 14, 2020

RE: Notice of Annual Meeting
Harbour Pointe Owners' Association, Inc.

Dear Marriott's Harbour Pointe Owner:

The 2020 Annual Meeting of Harbour Pointe Owners' Association, Inc., will be held at 3:30 p.m., Eastern time, on May 19, 2020, at Marriott Vacation Club® International, Board Room, 1044 William Hilton Parkway, Hilton Head Island, South Carolina 29928.

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

- Election of three (3) Members to the Board of Directors, each to serve a three-year term

The following Annual Meeting materials are enclosed for your review:

- **Candidate Profiles** of the candidates for election to the Board of Directors
- **Limited Proxy Submission Method**
- **Limited Proxy**

If you are unable to attend in person, you may submit your Limited Proxy by marking, signing and dating your Limited Proxy and returning it in the prepaid envelope to: Proxy Services Corporation, P.O. Box 9001, Brentwood, New York 11717-9804 by May 12, 2020.

In connection with updating your records, a **Certificate of Voting** form is included. **If you previously completed and returned a Certificate of Voting form, you do not need to complete the form again unless you wish to designate a new voting member.** If completing the form, please designate one (1) voting member by writing their name on the enclosed form, sign, date and return with your Limited Proxy in the business return envelope provided. Single, individual Owners do not need to complete a form. Please note, completing the Certificate of Voting is different from appointing a proxy holder. See your Limited Proxy for specific instructions on appointing a proxy holder if you are unable to attend the Annual Meeting.

If you have any questions about your Limited Proxy or the information enclosed, please contact Michael Best, General Manager, by phone at 843-686-7500 or by email at michael.best@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,

Linda Bradford

Secretary
Harbour Pointe Owners' Association, Inc.

Harbour Pointe Owners' Association, Inc.
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Candidate Profiles

Candidates listed in alphabetical order

Name: Linda S. Bradford
Home: Cobbs Creek, Virginia
Occupation: Retired, Educator-Public School Administration at Local & State Levels
Comments: "Having served three years as a member, now Secretary, of the Harbour Point Board, if re-elected I pledge to remain an active participant and support the outstanding quality of Harbour Point. During that time the Board completed a successful refurbishment of our villas, improved our outdoor experiences, and weathered two critical storm events. These experiences made me more keenly aware of the vital role of the Board in our resort's future; constantly conserving expenditures while enhancing the resort and assuring Owners a favorable balance of day-to-day operating funds and reserves to cover future events. First coming to Hilton Head in the 1960's, we have lived on the Chesapeake Bay more than 50 years and understand the delicate balance of development and conservation. We joined the Marriott family during SurfWatch pre-construction, purchasing at Harbour Point shortly thereafter. After 40 years in education at local and state levels and many years of active participation in community and statewide organizations, I bring a broad perspective to property management, administration, personnel and budgeting."

Name: Walter Godlewski
Home: Gainesville, Virginia
Occupation: Realtor
Comments: "As a longtime owner at Harbour Point, 25+ years, I am applying to join the Board again to work for our owners to ensure the property remains an enjoyable vacation experience. My current occupation as a Licensed Realtor brings years of experience in property management. I also was a Board Member for 6 years and understand the challenges and opportunities at Harbour Point."

Name: Andrew J. Scott
Home: Blue Bell, Pennsylvania
Occupation: Engineer
Comments: "My professional engineering experience includes a broad background in a wide range of public and private sector projects. As a project manager, I have worked to balance time, cost and quality. I believe that my experience will continue to help the Board make informed decisions about maintenance of the resort and the amenities in a manner that recognizes that costs must be controlled. Maintaining a strong reserve fund to address replacement of those items at the end of their life cycle is critical to sustaining the owners' value in the resort and to attract new visitors and owners. In addition, the challenges of growth in Beaufort county will continue to affect Hilton Head, and the Board needs to work with the management team to address issues as they arise. My wife and I have used our week nearly every year for over 25 years."

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Candidate Profiles
(continued)

Name: David A. Smith
Home: Jupiter, Florida
Occupation: Retired, Manager, Federal Aviation Administration
Comments: "I have been a Harbour Point owner since 1987 and have served on the Harbour Point Board of Directors for 9 years. As such, I have been able to follow the evolution of the property and have a good understanding of the direction the property needs to go to maintain its premier status. I believe that my experience in property management and strategic planning has been beneficial to the Harbour Point community and I hope to continue that effort. We need to continue with strategic planning to identify future needs and provide amenities owners/guests desire while balancing this with the owners concerns of maintenance fee growth. I would be honored for your vote to serve on the Board."

Name: Bernard A. Winters
Home: Smyrna, Georgia
Occupation: Retired, Corporate Exec. VP & General Manager of a Fortune 500 Division
Comments: "I've been fortunate to have owned and occupied my unit prior to its original construction. Over the past 35+ years I've seen and appreciated the numerous changes and improvements to the property, both internally and externally. I have no complaints on the quality of the resort. Its first class. My sole motivation for requesting Board of Director participation is very laser focused. I want to co-develop specific goals, strategies and processes that drastically reduce the annual maintenance fees our owners have to pay. Period."

Limited Proxy Submission Method

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

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

**Harbour Pointe Owners' Association, Inc.
2020 Limited Proxy**

Date: _____

Voting Member Signature: _____

(X): _____

Voting Member Signature: _____

(X): _____

Legal Name:

Note: All owners (or the designated voting member, if applicable) must sign and date the Limited Proxy for the vote(s) to be counted. Please sign and return your Limited Proxy on or before May 12, 2020. Please note, however, that votes will be counted if cast in person or otherwise properly received on or before May 19, 2020.

1. The above signed, as member(s) of **Harbour Pointe Owners' Association, Inc.**, (the "Association"), do hereby appoint **EITHER** (indicate **only one choice** by filling in the circle at (1) or (2)):
- (1) **John Klukan**, President of the Association, or any 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 Harbour Pointe Owners' Association, Inc.**, to be held at 3:30 p.m., Eastern time, on May 19, 2020, at Marriott Vacation Club® International, Board Room, 1044 William Hilton Parkway, Hilton Head Island, South Carolina 29928, 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 MAY NOT CAST A VOTE ON SUCH ITEM.)**
- A. Election of three (3) members to the Board of Directors, each to serve a three (3) year term. See the Candidate Profiles for a summary of the candidates. Please vote for no more than three (3) candidates. Selection of more than three (3) candidates will invalidate your vote.
- Linda S. Bradford
 - Walter Godlewski
 - Andrew J. Scott
 - David A. Smith
 - Bernard A. Winters

3. **GENERAL POWERS NON-AGENDA ITEM(S).**
- A. You may choose to grant your proxy holder general powers. Please fill in the circle below if you want your proxy holder to vote on other issues which may come up at the meeting and for which a limited proxy is not required.
- I authorize and instruct my proxy holder to use his or her best judgment on all matters which properly come up before the meeting and for which a general power may be used.

THIS LIMITED PROXY IS REVOCABLE BY THE MEMBER 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.

Owner ID/Villa/Week:

CERTIFICATE OF VOTING MEMBER – INDIVIDUALS

[This Certificate of Voting Member (Individuals) form should only be used for those Interests owned by multiple individuals. Partnerships, corporations, trusts, limited liability companies and other entity owners shall use the Certificate of Voting Member (Entity) form on page 2.]

The undersigned, being the owners (“each, an “Owner” and, collectively, the “Owners”), of ownership interest(s) (each, an “Interest”), in the program or property known as **Marriott’s Harbour Point** which is managed and administered by **Harbour Pointe Owners’ Association, Inc.** (the “Association”), hereby designate the below-listed individual as the “Voting Member” to cast the vote, on Owners’ behalf, for each such Interest, in all matters pertaining to the Association, until this Certificate of Voting Member is revoked or suspended by written instrument executed by the Owners.

Each Owner hereby acknowledges and agrees that the execution and delivery of this Certificate of Voting Member shall automatically revoke, and shall entirely replace and supersede, any voting certificate(s) executed by the Owners relating to the Association prior to the dates set forth below.

In designating a Voting Member, all Owners must sign below.

VOTING MEMBER

_____ (type or print one (1) name; Voting Member must be on Deed)

OWNERS:

Signature: _____
Printed Name: _____
Date: _____

Signature: _____
Printed Name: _____
Date: _____

Signature: _____
Printed Name: _____
Date: _____

Signature: _____
Printed Name: _____
Date: _____

Signature: _____
Printed Name: _____
Date: _____

Owner ID/Villa/Week:

CERTIFICATE OF VOTING MEMBER - ENTITY

[This Certificate of Voting Member (Entity) form should only be used for Interests owned by entities (e.g. partnerships, corporations, trusts, limited liability companies). For Interests owned by multiple individuals, please use the Certificate of Voting Member (Individuals) form on page 1.]

The undersigned, being the owner (the "Owner"), of ownership interest(s) in the program or property known as **Marriott's Harbour Point** which is managed and administered by **Harbour Pointe Owners' Association, Inc.** (the "Association"), hereby designates the below-listed individual as the "Voting Member" to cast the vote, on Owner's behalf, until this Certificate of Voting Member is revoked or suspended by written instrument executed by Owner.

Owner hereby acknowledges and agrees that the execution and delivery of this Certificate of Voting Member shall automatically revoke, and shall entirely replace and supersede, any voting certificate(s) executed by Owner for the Association prior to the date set forth below.

By the execution of this Certificate of Voting Member in the space provided below, the individual signing this Certificate of Voting Member, on behalf of Owner, represents that he/she is authorized to sign this Certificate of Voting Member on behalf of the Owner.

VOTING MEMBER

(type or print one (1) name)

ENTITY OWNER LEGAL NAME:

Signed By: _____

Printed Name: _____

As its (choose one):

President Vice President General Partner Other _____

Date: _____

ATTEST:

(Attest not required if entity is a Trust)

Signed By: _____

Printed Name: _____

As its (choose one):

Secretary Assistant Secretary