

August 13, 2018

RE: Notice of Annual Meeting
MountainSide Condominium Association, Inc.

Dear Marriott's MountainSide Owner:

The 2018 Annual Meeting of the MountainSide Condominium Association, Inc., will be held at 2:00 p.m., Mountain time, on October 10, 2018, at Hyatt Place Park City, 4377 North Highway 224, Park City, Utah 84098.

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 Management Committee, each to serve a two-year term

The following Annual Meeting materials are enclosed for your review:

- **Agenda** for the meeting
- **Proposal** to be considered
- **Candidate Profiles** of the candidates for election to the Management Committee
- **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 3, 2018. 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 THIS INFORMATION IS AVAILABLE ONLY THROUGH MORROW SODALI.**

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

If you have questions regarding the Annual Meeting, please contact Mark Harney, General Manager, by phone at 435-940-2000 or by email at Mark.Harney@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,

Jim Phillips

Secretary

MountainSide Condominium Association, Inc.

MountainSide Condominium Association, Inc.
2018 Annual Meeting

October 10, 2018 at 2:00 p.m., Mountain time

Hyatt Place Park City
4377 North Highway 224
Park City, Utah 84098

Agenda

- Call to Order
- Establishment of Quorum
- Appointment of Recording Secretary
- Proof of Notice of Annual Meeting
- Approval of Agenda
- Approval of the 2017 Annual Meeting Minutes
- Appointment of Inspector of Election
 - Nominations from Floor
 - Tabulation of Votes
- Board of Directors Report
- Resort Operations Report
- Financial Report
 - 2019 Budget and Maintenance Fee
- Voting Results
 - Election of three (3) Members to the Management Committee
- New Business
 - Announcement of 2019 Annual Meeting Date
 - Lowell Avenue Projects
- Adjournment

MountainSide Condominium Association, Inc.
2018 Annual Meeting

Proposal

1. **Election of three (3) Members to the Management Committee** (Item 2a on your Limited Proxy)
Three (3) Members will be elected to serve on the Management Committee, each to serve a two-year term.
See the Candidate Profiles for a summary of the candidates.

**MountainSide Condominium Association, Inc.
2018 Annual Meeting**

Candidate Profile(s)

Candidates listed in alphabetical order.

Name:	Philip Bateman
Home:	Henderson, Nevada
Occupation:	Certified Public Accountant
Comments:	"I have appreciated being able to serve on the Board since 2014. I am a Certified Public Accountant and Certified Fraud Examiner. I work as an audit partner in a CPA firm in Las Vegas, Nevada. I audit primarily homeowners and condominium associations of varying size and complexity, working in the industry for almost 25 years. I understand the financial/management aspects of common interest realty associations/timeshares (CIRAs) - balancing maintenance to keep property values high, while maintaining a minimum maintenance fee and collecting adequate reserve funding. I have served on several association boards and make presentations to communities to assist in understanding the financial performance. I understand the unique taxation aspects of CIRAs. Also, I serve on several other nonprofit boards, sharing my financial talents. I would consider it an honor to use my experience and talents to continue to serve our beautiful community."

Name:	Daniel A. Levinson
Home:	Heber City, Utah
Occupation:	Education Consultant & Real Estate Agent
Comments:	"Dan and his wife Becky moved here after years of coming to the Marriott's MountainSide and falling in love with the Wasatch Back! Dan spent 30+ years in the higher education arena, starting off as a part time faculty and working his way up to being a CEO of a media arts college in the San Francisco Bay Area. Dan and Becky own BARC Realty under the brokerage of Keller Williams in the Heber Valley. All of his experience in real estate, timeshare owning in Colorado, Arizona, and Utah, and having served on several non-profit boards prepares Dan as the right choice for the Board of Directors."

Name:	James Masterson
Home:	Pleasanton, California
Occupation:	Food Industry Executive General Foods, Kraft Foods & Strategic Consultant
Comments:	"I enjoyed a successful 35-year career as a food industry executive, serving in a variety of leadership positions, several of which dealt with organizational re-engineering to meet customer/consumer needs. Upon retirement, I established myself as a strategic consultant focused on integrated behavior-based marketing services, business/customer development, in addition to serving as Senior Vice President for a communications start-up. My experiences have given me a broad general management background and further challenged my capabilities to thrive as an independent businessman. I am a Chairman's Club owner and Lifetime Platinum Rewards member. As a long-term investor in Marriott Vacation Club, my family has been able to enjoy all the best of what Marriott has to offer. I have a vested interest to sustain the tradition of excellence, while protecting the interests of our families' legacy. If I am fortunate enough to be elected, I will strive to look for ways to enhance the vacation experience in a cost-effective manner."

MountainSide Condominium Association, Inc.
2018 Annual Meeting

Candidate Profiles Continued

Name:	Jim Phillips
Home:	Fayetteville, Arkansas
Occupation:	Business Executive, Lawyer, Certified Public Accountant Certificate Holder, Real Estate Broker/Developer
Comments:	"I have served on the MountainSide Condominium Association for the past several years as a Director. Because of the improvements and upgrades that are made on a regular basis, I believe the resort is better than it was when new and that's outstanding. I would like to use my diverse background as a lawyer, CPA certificate holder, real estate broker/developer and retailer to work for you to continue helping the Marriott team keep MountainSide the best it can be for all of us to enjoy for years to come."

Name:	Robert C. Schweitzer
Home:	Boca Raton, Florida
Occupation:	CEO RCS Mediation & Consulting Services
Comments:	"Senior executive financial services industry (Wachovia, 1st Chicago, Barnett banks, Coopers & Lybrand, among others). Positions: head of corporate lending/commercial real estate finance, regional president two major regional banks, CEO/chairman 2 community banks. As head of real estate lending, financed many projects including major hotel groups (Hyatt/Pebble Beach/Aspen/et al). President Shay Investment Services, a bank investment advisor/asset management company and Chairman of its bank. Certified Florida Supreme Court mediator, FINA arbitrator, Real Estate broker. Education: US Naval Academy (BS); University of North Carolina (MBA). Thirty years' service US Navy & Reserves nuclear submarine officer with five reserve command tours. Retired rank CAPTAIN. Board of director's experience: current/past Chairman/Lead Independent Director of 5 public companies (PETS/RIBT/AAMC/OMCM/BLNK), and 5 five private companies. I believe my finance/management/real estate background/15-year ownership would add value in representing the membership and maintaining the investment value of a world class resort."

Name:	Francis S. Sutton
Home:	Marietta, Georgia
Occupation:	Banker
Comments:	"Since 2000, my husband, owner of a General Contracting company, and I have been multi-week owners of Marriott's MountainSide, St. Kitts Beach Club, Barony Beach Club and are Vacation Club Points Owners. We use our weeks and rarely trade them. I have a vested interest in working with management to insure the high standards of MountainSide are maintained. I have extensive board management experience. I am the Chair of the Marietta Housing Authority Board, Past Chair of Cobb Executive Women and the Board of Trustees of my Church. My work experience includes 21 years in banking specializing in commercial lending with a \$30MM loan portfolio. I now work as the Marketing & Communications Manager for our local Habitat for Humanity affiliate. I believe my skills in financial management, fiscal responsibility, general construction management, marketing, public relations and communications will serve as asset to the board. I will work hard for my fellow Marriott owners."

MountainSide Condominium Association, Inc.
2018 Annual Meeting

Candidate Profiles Continued

Name:	Roger Taylor
Home:	Marietta, Georgia
Occupation:	Attorney
Comments:	<p>“I have served on the Board for a number of years and have been vice-president of the Board for the last 6 years. I would like to continue to serve because I think my past experience and familiarity with the resort and its operations are beneficial to the owners and would be useful as we begin planning for a renovation to the guest rooms in the resort. I have almost 30 years of management experience in a law firm environment and have managed law offices in Tokyo and Atlanta, Georgia. If elected to the Board, I will work to maintain the high levels of satisfaction our owners and guests express when visiting the resort. I will do my best to keep the costs of operating the resort low while at the same time protecting the value the owners have in their units. I believe this can best be achieved by working closely with the great Marriott team we have to provide a first-rate experience for owners and renters who visit the resort.”</p>

APPOINTMENT OF LIMITED PROXY

**MountainSide Condominium
Association, Inc.
2018 Appointment of Limited Proxy**

Date: _____

Owner/Voting Member Signature

(X): _____

Owner/Voting Member Signature

(X): _____

Legal Name:

Note: This Appointment of Limited Proxy must be dated and signed by the owner(s) or the designated voting member for the vote(s) to be counted. Please sign and return your Appointment of Limited Proxy on or before October 3, 2018. Please note, however, that votes will be counted if cast in person or otherwise properly received on or before October 10, 2018.

1. The above signed, as member(s) of **MountainSide Condominium Association, Inc.** (the "Association"), do hereby appoint EITHER (indicate choice by filling in the circle at (1) or (2)):
- ☐ (1) **Keven Rowe**, 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 MountainSide Condominium Association, Inc.**, to be held at 2 p.m., Mountain time, on October 10, 2018, at Hyatt Place Park City, 4377 North Highway 224, Park City, Utah 84098, 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 Management Committee, each to serve a two-year term. See the Candidate Profiles for a summary of the candidates. Cumulative voting is prohibited. Please vote for no more than three (3) candidates. Selection of more than three (3) candidates will invalidate your vote.
- ☐ Philip Bateman
☐ Daniel A. Levinson
☐ James Masterson
☐ Jim Phillips
☐ Robert C. Schweitzer
☐ Francis S. Sutton
☐ Roger Taylor

3. **GENERAL POWERS NON-AGENDA ITEM(S)**.

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 OWNER UPON NOTICE TO 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.