

August 7, 2018

RE: Notice of Annual Meeting
Frenchman's Cove Condominium Owners' Association, Inc.

Dear Marriott's Frenchman's Cove Owner:

The 2018 Annual Meeting of Frenchman's Cove Condominium Owners' Association, Inc. will be held at 5:00 p.m., Eastern time, on September 25, 2018, at The Ritz-Carlton, St. Thomas (see Reader Board for exact meeting room location), 6900 Great Bay, St. Thomas, US Virgin Islands 00802.

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 two (2) Members to the Board of Directors each to serve a three-year term

The following Annual Meeting materials are included for your review by clicking on the link below:

- **Agenda** for the meeting
- **Candidate Profiles** of the candidates for election to the Board of Directors
- **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 online no later than 11:59 p.m., Eastern time, on September 18, 2018. The Internet procedures are designed to authenticate your electronic submission by use of a personal control number. To submit your Limited Proxy via Morrow Sodali's on-line system, please click on proxylvoting.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 regarding submitting your Limited Proxy electronically, please contact Morrow Sodali by email at mvci.info@morrow sodali.com.

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 a form, you may complete it online by entering the name of your designated voting member, signing and submitting electronically. 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 regarding the Annual Meeting, please contact Scott Derrickson, General Manager, by email at scott.derrickson@vacationclub.com or by phone at 340-693-4820.

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 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,

Richard J. Milligan

Secretary/Treasurer

Frenchman's Cove Condominium Owners' Association, Inc.

**Frenchman's Cove Condominium Owners' Association, Inc.
2018 Annual Meeting**

September 25, 2018 at 5:00 p.m., Eastern Time

The Ritz-Carlton, St. Thomas
(See Reader Board for Exact Meeting Room Location)
6900 Great Bay
St. Thomas, US Virgin Islands 00802

Agenda

- Call to Order
- Roll Call; Certifying of Proxies; Establishment of Quorum
- Proof of Notice of Annual Meeting
- Appointment of Recording Secretary
- 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
- Financial Report
- Resort Operations Report
- Voting Results
 - Election of two (2) Members to the Board of Directors
- New Business
 - Announcement of 2019 Annual Meeting Date
- Adjournment

Frenchman's Cove Condominium Owners' Association, Inc.
2018 Annual Meeting

Candidate Profiles

The candidates are listed in alphabetical order.

Name: Raymond J. Gerhart
Home: Salem, South Carolina
Occupation: Project/Process Engineer
Comments: "I would like to serve as a volunteer director for Frenchman's Cove. This is the second time I have applied so I do not discourage easy! I have extensive experience in engineering as well as employee safety, regulatory compliance and quality assurance. But most of my time was not in management, but in the trenches, making a difference at a facility at which I worked for 35 years. We fell in love with the Frenchman's Cove many years ago and I would like to help it positively and safely grow in the future. We are owners, and as such want Frenchman's Cove it to be judged the best place to stay and enjoy in all of the Marriott's organization. Commitment and ownership is what I bring, along with a solid reputation for safely doing it right the first time."

Name: Gregory Hollenkamp
Home: Mendota Heights, Minnesota
Occupation: Architect
Comments: "My wife and I have been owners since inception. Currently semi-retired, I was previously President/CEO of a 265-person architectural firm. Throughout my career I have been involved in all aspects of client relations, business development, marketing, PR, personnel management, financial management, and strategic development. I am a "big picture" thinker with insight into the details needed to align and support an organization's strategy. We chose Marriott because it is a name we can trust; owning additional timeshares at Shadow Ridge and Newport Coast. Marriott has always delivered on its promise of great service and a quality customer experience. My now-grown children have enjoyed memorable Frenchman's Cove experiences and I look forward to my grandchildren doing the same. I sincerely welcome the opportunity to help ensure this same exemplary Marriott quality and customer experience for all our families."

Name: Steve Rakers
Home: Batavia, Illinois
Occupation: Small Business Owner
Comments: "Being a volunteer on our COA Board for the past seven years, I am asking to be re-elected to continue our important work. During these years, I have worked with the other board members and MCVI staff on many successful cost savings initiatives and resort enhancements. Hurricanes Irma and Maria were hard setbacks, but I believe owners are once again pleased with the state of our resorts despite the island and other resorts still working on their recovery. I have been a Marriott Vacation Club owner for 20 years with ownership of three MCVI Caribbean weeks. We have recently joined the Destination Points program to further enhance our MCVI vacations. Professionally, I run my own small business which gives me a logical and financial understanding to effectively contribute to the Frenchman's Cove COA Board. I look forward to continuing to represent your best interests on the Frenchman's Cove COA Board."

**Frenchman's Cove Condominium Owners' Association, Inc.
2018 Annual Meeting**

Candidate Profiles

(continued)

Name: Kimberly Stonecipher-Fisher
Home: Columbia, Missouri
Occupation: Financial Planner & Business Owner
Comments: "I was elected in September 2016. My first phone meeting was April 2017 and before our first face-to-face meeting in September, Frenchmen's Cove endured two category 5 hurricanes. As a newbie I helped navigate the association through the hurricanes aftermath. Now I would like the opportunity to accomplish the normal projects put on hold. I have been in financial planning for +25 years. Prior to that I worked in accounting, auditing, as a college business professor, and director of financial aid. My familiarity with financial statements in conjunction with my MBA prove to be beneficial when I serve on boards. I also have over 20 years of experience on two other HOAs. I appreciate our associates at Frenchman's Cove! They endured much personally yet continued to work diligently on our behalf. I too would appreciate the opportunity to continue to work diligently for each of you!"

Name: Brian A. Zuckerman
Home: Lutz, Florida
Occupation: Business Owner
Comments: "We have been owners at Frenchman's Cove since its inception and are there for 3 weeks every year. I was on the HOA Board for a community of 2,000 homes. I was the President of another HOA for 5 years. I was on the Board for Point Pleasant on St. Thomas. I provided delivery services for DHL on St. Thomas, St. Croix and St. John for 15 years. I have construction and restaurant operations experience through the various businesses that I have owned. I am familiar with the St. Thomas island culture and operating opportunities. It would be my pleasure to represent the other Marriott Frenchman's Cove owners on the Board of Directors and lend my expertise to improving our property and facilities."

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 September 18, 2018.
- 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 votes to be counted.
- d. Mail the Limited Proxy in the enclosed postage-paid envelope.

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 Frenchman’s Cove** which is managed and administered by **Frenchman’s Cove Condominium 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 Frenchman's Cove** which is managed and administered by **Frenchman's Cove Condominium 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

LIMITED PROXY

**Frenchman's Cove Condominium
Owners' Association, Inc.
Limited Proxy for 2018 Annual Meeting**

Date: _____

Voting Member Signature
(X): _____

Voting Member Signature
(X): _____

Legal Name:

Note: This 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 Limited Proxy on or before September 18, 2018. Please note, however, that votes will be counted if cast in person or otherwise properly received on or before September 25, 2018.

1. The above signed, as member(s) of **Frenchman's Cove Condominium Owners' Association, Inc.**, do hereby appoint EITHER (indicate choice by filling in the circle at (1) OR (2)):

(1) **Bill Whelihan**, President of the Association, or any other officer or director 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 Frenchman's Cove Condominium Owners' Association, Inc.**, to be held at 5:00 p.m., Eastern time, on September 25, 2018, at The Ritz-Carlton, St. Thomas (see Reader Board for exact meeting room location), 6900 Great Bay, St. Thomas, US Virgin Islands 00802, 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 two (2) members to the Board of Directors each to serve a three-year term. See the Candidate Profiles for a summary of each candidate. Please vote for no more than two (2) candidates. Selection of more than two (2) candidates will invalidate your vote.

- Raymond J. Gerhart
- Gregory Hollenkamp
- Steve Rakers
- Kimberly Stonecipher-Fisher
- Brian A. Zuckerman

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 before the meeting and for which a general power may be used.

THIS LIMITED PROXY IS REVOCABLE BY THE OWNER 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 NINETY (90) DAYS FROM THE DATE OF THE ORIGINAL MEETING FOR WHICH IT WAS GIVEN.