

### **Limited Proxy Submission Method**

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

1. 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.

April 14, 2017

Re: Notice of Annual Meeting  
Desert Springs Villas Master Association  
Desert Springs Villas Timeshare Association

Dear Marriott's Desert Springs Villas Owner:

The 2017 Annual Meeting of Desert Springs Villas Master Association, Desert Springs Villas Timeshare Association and Desert Springs Villas II Timeshare Association will be held concurrently at 2:00 p.m., Pacific time, on May 19, 2017, at Marriott's Desert Springs Villas, Hummingbird Conference 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 three (3) Members to Desert Springs Villas Timeshare Association 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**

Vote 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 19, 2017.

If you have questions regarding the Annual Meeting, please contact Bill Gunderson, General Manager, by phone at 760-779-1201 or by email at [mvcownerboard.desertspringsvillas@vacationclub.com](mailto:mvcownerboard.desertspringsvillas@vacationclub.com).

Whether or not you plan to attend the Annual Meeting, I encourage you to vote 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 Meeting. Your vote and participation are important to the Associations.

Sincerely,

*Shelley J. Chamberlain*  
Secretary/Treasurer  
Desert Springs Villas Master Association

*Thomas Cook*  
Secretary/Treasurer  
Desert Springs Villas Timeshare Association

**Desert Springs Villas Timeshare Association  
2017 Annual Meeting**

**Proposal**

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**1. Election of Three (3) Members to the Board of Directors**

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

Three (3) Members will be elected to the Desert Springs Villas 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 three candidates (plurality voting applies). Your Limited Proxy is coded to automatically capture the correct number of votes based on your ownership.

**Desert Springs Villas Timeshare Association  
2017 Annual Meeting**

**Candidate Profiles**

Candidates listed in alphabetical order

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Name: Thomas M. Cook  
Home: Pismo Beach, California  
Occupation: Certified Public Accountant  
Comments: “As a CPA with more than 25 years’ experience with firms big (KPMG) and small (Five Cities CPAs), and with more than 14 years’ experience working with owners associations (including 5 years on this board), I believe I have brought a fresh financial perspective and new ideas to the Board of Directors. As an owner of multiple weeks, I want to continue to be a part of keeping this facility up to the Marriott standards that my family has come to expect of all Marriott facilities around the world. I would love to continue to represent you on the Board and I’m asking for your vote so that I may be able to continue to do so.”

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Name: Robert Gallagher  
Home: Frisco, Texas  
Occupation: CFO (retired)  
Comments: “The Board of Directors represents all of the Homeowners and has a fiduciary responsibility to make decisions that provide the most benefit to the members. I retired as the Chief Financial Officer of a Property Management Company and am currently a Board Member on three separate associations, Marriott Desert Springs, Marriott Royal Palms and Capistrano Surfside Inn. I have the experience and background to provide meaningful input to the Board and the resort management team. My goal would be to continue to improve our resort and to contain the costs associated with maintaining the property. The value of our resort can only be improved by continually looking for and implementing new features and activities. We have a first-class resort and must continually strive to keep up with the expectations of our owners. I would appreciate your vote in this election.”

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Name: Joseph Lawrence  
Home: Los Angeles, California  
Occupation: Attorney  
Comments: “Current Board member and past president of DSV. My wife and I are 25+ year owners. I am proud that DSV constantly finds ways to reinvent itself, benefiting both its long-time owners and its more recent ones. DSV proactively anticipates issues. Faced with a drought, DSV aggressively conserved water. Energy use was reduced. Rejecting becoming dated, DSV modernized – reimagined its interior, redid its exterior, added gathering spaces - fire pits and extra barbecues. This year the hotel license/spa agreement was renewed seamlessly. Through its initiatives DSV has achieved recognition as being among the best of any timeshare property, whether Marriott or another company. DSV faces challenges. Controlling costs, checking maintenance fee increases, improving services are but a few. If I am fortunate to be re-elected, I will do my very best to make sure that DSV continues to succeed and excel. Thank you for your consideration.”

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**Desert Springs Villas Timeshare Association  
2017 Annual Meeting**

**Candidate Profiles**  
(continued)

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Name:	James Masterson
Home:	Pleasanton, California
Occupation:	Executive – General Foods (retired) / Consultant in Strategic Planning
Comments:	“I enjoyed a successful 35-year business career as a food industry executive. I held many leadership positions, several of which dealt with organizational re-engineering to meet the 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 SVP 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. As an original investor in Villas I and Chairman’s Club level owner, I have a vested interest to sustain the tradition of excellence we appreciate as owners. Our DSV management team, supported of our Board has made valuable contributions over the years and it would be a privilege to follow in their footsteps, serving as a director to secure the future, while protecting the interests of our family’s legacy.”

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Name:	Harry Wahlquist
Home:	Eden Prairie, Minnesota
Occupation:	President – Star Bank
Comments:	“All of us are indeed privileged to have an investment in a world class resort property at Marriott’s Desert Springs Villas. As legacy owners, our family has been enjoying all of the amenities at DSVI for over 15 years and we have witnessed, first hand, the huge improvements that have been made to the property and in the training of staff. As the owner of a successful business, I can attest to the importance of client retention and client development in achieving positive results when accompanied with reasonable budgetary expectations. Our Desert Springs Villas Resort must continue to improve so as to maintain its elite, world class status. I ask for your vote on the Board of Directors to help “make it happen”. My thanks for your support.”

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## LIMITED PROXY

**Desert Springs Villas  
Master Association  
2017 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 12, 2017 TO THE SECRETARY OF THE ASSOCIATION. PLEASE NOTE, HOWEVER, THAT VOTES WILL BE COUNTED IF CAST IN PERSON OR OTHERWISE PROPERLY RECEIVED ON OR BEFORE MAY 19, 2017.**

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) **Thomas M. Cook**, 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, and in accordance with my wishes as indicated herein, as though I myself were present and voting, with power of substitution, at the **Annual Meeting of Desert Springs Villas Master Association** to be held at 2:00 p.m., Pacific time, on May 19, 2017, at Marriott’s Desert Springs Villas, Hummingbird Conference 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 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 FROM THE DATE OF THIS LIMITED PROXY.

## LIMITED PROXY

**Desert Springs Villas  
Timeshare Association  
2017 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 12, 2017 TO THE SECRETARY OF THE ASSOCIATION. PLEASE NOTE, HOWEVER, THAT VOTES WILL BE COUNTED IF CAST IN PERSON OR OTHERWISE PROPERLY RECEIVED ON OR BEFORE MAY 19, 2017.**

1. The above signed, as member(s) of **Desert Springs Villas Timeshare Association** (the "Association"), do hereby appoint EITHER (indicate **only one choice** by filling in the circle at (1) or (2)):
- ☐ (1) **Robert F. Gallagher**, 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, and in accordance with my wishes as indicated herein, as though I myself were present and voting, with power of substitution, at the **Annual Meeting of Desert Springs Villas Timeshare Association** to be held at 2:00 p.m., Pacific time, on May 19, 2017, at Marriott's Desert Springs Villas, Hummingbird Conference 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 three (3) 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 three (3) candidates. A selection of more than (3) candidates will invalidate your vote.

- ☐ Thomas M. Cook  
☐ Robert Gallagher  
☐ Joseph Lawrence  
☐ James Masterson  
☐ Harry Wahlquist

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