

**Dear WorldMark, The Club Board Applicant:**

Thank you for your interest in becoming a candidate for election to the Board of WorldMark, The Club, one of the premier timeshare organizations in the country. The Board of Directors is now accepting applications from qualified members who wish to seek nomination to two (2) positions on the Board that will be filled at the October 2023 election. Candidates must choose whether they want to run for the “Members-Only” or the “At-Large” seat. Candidates may only apply for one (1) of the following Director positions:

- In the election for the “Members-Only” seat, only WorldMark, The Club members will be eligible to cast their ballot (the Developer cannot vote for this seat).
- In the election for the “At-Large” seat, both WorldMark, The Club members and the Developer will be able to vote for the candidate of their choice.

**Board Facts and Information:**

WorldMark, The Club has a budget of approximately **\$450 million**, a **\$142 million reserve fund**, and oversight responsibilities for assets in 17 states and four countries offering members the opportunity to travel to nearly 100 resort destinations.

**Applicant Criteria:**

The WorldMark Board is responsible for keeping the Club financially sound, overseeing the management and business affairs, and charting its path to the future. In order to qualify to serve on the Board, candidates must adhere to the following:

- Be a current member of WorldMark, The Club;
- Be a member in good standing of the Club, as defined in the Election Systems Policies and Procedures.

Furthermore, it is highly recommended that Board members have the following experience and background:

- Experience in the business world and preferably specific experience in finance and in the hospitality/timeshare industries;
- Served on the board of directors of another organization with a multi-million-dollar budget, as well as have managed staff for a large multi-faceted organization.

**Appointment and Commitment:**

Directors are expected to be actively involved and maintain a record of good attendance. The Board meets at least once per quarter and all Directors attend the annual meeting held in October. Each Director has a fiduciary responsibility under the law to perform his or her Board duties in good faith and must work and make decisions that are in the best interest of the Club.

In addition, Directors should seek to adhere to the principles of good government, honesty, accountability and the avoidance of conflicts of interest. It is expected that all Directors work collaboratively since the Club was founded upon a mutually beneficial relationship between the Club, the Developer and the Manager — a relationship that has proven to be the key to the Club’s continued success.

## Election Committee Process:

The WorldMark Board will establish an Election Committee that will be responsible for evaluating each application of those individuals who wish to become a nominee for the Members-Only and At-Large Director positions. After careful review, the Election Committee will make nominee recommendations to the Board for final approval. The criteria used for evaluation of a member's application to be a nominee will include, but are not limited to:

- The strength of the applicant's long and short statements.
- The value the applicant would add to the Board based upon the nominee's career experience as outlined in his/her resumé or CV, which should describe clearly the applicant's professional background, executive experience, financial knowledge, managerial skills, understanding of legal issues and any other experiences and/or education that would be useful in serving on the board of a multi-million-dollar corporation.
- The value the applicant would add to the Board based upon the applicant's board/governance experience as outlined in his/her resumé or CV, which should clearly describe the nominee's experience serving on other nonprofit or for-profit boards, governmental or public sector council or board experience, or any other experience that would be relevant to serve on WorldMark's Board.
- The value the applicant would add to the Board based upon the applicant's timeshare industry, hospitality industry, service industry, or corporate experience or background.
- The applicant's years of membership and usage of WorldMark, The Club, exchange programs and other timeshare products.
- A positive background check report and validation of statements made by the applicant.

A confirmation email will be sent by WorldMark to all applicants acknowledging receipt of the documents within seven (7) business days upon submission. The confirmation email may include a **Disclosure Statement and an Authorization to Conduct Background Check** document. If you desire to seek election to the Board, you will be required to sign and timely return the Authorization form to Stephanie Shugarts. Failure to sign and timely submit this form will nullify your application. If you have any questions, please email Stephanie at [Stephanie.Shugarts@wyn.com](mailto:Stephanie.Shugarts@wyn.com) or call 206-651-1693.

Once selected as a nominee, the long and short statements, as originally submitted to the Election Committee, as well as responses to applicant questions, will be posted on the WorldMark website and printed in the voting materials, which will be sent to WorldMark, The Club members. Candidate statements will be posted as submitted, as long as they conform to the word count limitations, are accurate with respect to the Club's Bylaws, guidelines and regulations, and do not contain profanity or personal attacks.

Thank you again for your interest in serving on the WorldMark Board of Directors.