

THE CAMELBACK INN CONDOMINIUM COUNCIL OF CO-OWNERS
MINUTES OF THE ANNUAL MEETING OF THE COUNCIL OF CO-OWNERS
Saturday, October 19 – 10:54 a.m. (MST)

MARRIOTT RESORT HOTEL CONDOMINIUM – CAMELBACK INN

**NOTICE OF AND AGENDA FOR THE
OCTOBER 25, 2025
ANNUAL MEETING OF THE BOARD OF DIRECTORS
OF THE COUNCIL OF CO-OWNERS**

NOTICE IS HEREBY GIVEN that the Annual Meeting of the Board of Directors of the Council of Co-Owners of the Marriott Resort Hotel Condominium – Camelback Inn will be held on Saturday, October 25, 2025, commencing at 2:00 p.m. (Arizona time) in Salon C of the Arizona Ballroom at Camelback Inn. Board members not in attendance will participate remotely via GoToWebinar. Instructions for attending remotely will be sent separately.

AGENDA

1. Call to order, determination of a quorum, confirmation of due notice of the meeting to the Directors and all Co-Owners and appointment of a scribe for recording of the minutes
2. Introduction of Directors and Guests
3. Election of Officers to serve until the 2026 Annual Meeting
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
4. Remarks of the President
5. Appointment of members to serve on Nominating Committee
6. Appointment of members to serve on the Special Committees of the Board of Directors
 - a. Property Planning Committee
 - b. Communications Committee
 - c. Financial Review Committee
 - d. Events Committee
7. Scheduling of future Board meetings
8. Such other business as may properly come before the meeting
9. Open Forum – Questions and Comments by Co-Owners
10. Adjournment *sine die*

THE CAMELBACK INN CONDOMINIUM COUNCIL OF CO-OWNERS
MINUTES OF THE ANNUAL MEETING OF THE COUNCIL OF CO-OWNERS
Saturday, October 19 – 10:54 a.m. (MST)

Call to Order – Paul Dembow, President

The Annual Meeting of the Council of Co-Owners was called to order by Paul Dembow, President, on Saturday, October 19, 2024 at 10:54 am. (MST).

David Bartholomew, Secretary, and Ellen Yellin, Treasurer, were not present.

Joe Schauer, Acting Secretary, announced that a quorum was present, confirmed that the Notice of Meeting was sent by mail and electronically and made a last call for ballots. He also appointed the Inspector of the Vote, the Sergeant at Arms and the Scribe as noted below. The Officers and Directors were present in person in the Arizona Ballroom at the Camelback Inn (CBI):

Officers and Directors:

Paul Dembow, President
John Simon, Vice President
Joe Schauer, Director
Steve Striegel, Director
Chris Sullivan, Director

Guests Present:

(See attendance roster attached.)

Counsel Present:

Dorothy Baran, Board Counsel
Matt Rapier, Board Counsel

Co-Owners Present:

(See attendance roster attached.)

Staff Present:

Melissa Gonsalves, Scribe
Isabella Simon, Sergeant at Arms
Jessica Tanner, Inspector of the Vote

1. President’s Remarks – Paul Dembow, President

President Dembow welcomed Co-Owners and Guests and introduced the Board Members present. He next recognized Co-Owners who had passed away this last year: Gary Torrence, Luigi DiRenzo, Wesley Malone, Arlene Stevens and Ellen Rowlands.

He next introduced himself and stated that he is blessed to serve with a smart, productive Board. He thanked Directors Schauer and Striegel for their work putting together the Annual Meeting. He thanked Secretary Bartholomew for his years of service, noting particularly his efforts to bring Treasurer Yellin up to date, as well as serving as Board Secretary. He thanked Treasurer Yellin for serving as Treasurer and thanked Director Sullivan for his contribution to the board in “all things hospitality,” including the spa project. He thanked Vice President Simon, Isabella Simon and Jessica Tanner for bringing the Board up to date with best practices, which included implementing HubSpot, a database program to create, edit and maintain the vast trove of files and records accumulated over the years. This team was responsible for updating the website, and verifying Co-Owner contacts for voting and other purposes.

President Dembow highlighted the terms of the Confidential Settlement Agreement with Marriott that resolved the two encroachments: 8,000 square feet on Mummy Mountain, that will add value should suites be built or the land sold. Marriott will pay the tax in perpetuity as long as they manage the Inn. Food and Beverages will be hosted by Marriott through the year 2029. Marriott will continue to provide rooms for midyear and annual meetings at a discounted rate, as well as the Annual Saturday dinner. The Friends & Family program has been added to Co-Owners as a benefit.

THE CAMELBACK INN CONDOMINIUM COUNCIL OF CO-OWNERS
MINUTES OF THE ANNUAL MEETING OF THE COUNCIL OF CO-OWNERS
Saturday, October 19 – 10:54 a.m. (MST)

President Dembow stated that the Declaration & Bylaws are undergoing review and update to conform them with existing Arizona law and to remove items that are no longer pertinent. He stated that he hoped to bring the updated Declaration & Bylaws to Co-Owners for approval next year.

President Dembow also acknowledged Marriott and the investment it is making to the resort and spa, stating that he fully supports this effort and expected the investment to benefit everyone in the room.

After President Dembow concluded his remarks, Director Schauer thanked him for his tireless effort on behalf of the Partnership in resolving the longstanding encroachment matter and spearheading the collaborative resolution with Marriott.

2. Special Projects – John Simon

Vice President Simon thanked Jess Tanner and Isabella Simon for their help with the three special projects this year: implementing the Friends & Family program, updating and implementing a Co-Owner database, and the Declaration & Bylaws update, which will be on the ballot for approval next year.

Friends & Family Program: The Friends & Family program is Marriott's employee discount program that has been extended to Co-Owners as a benefit of the encroachment Settlement Agreement. The pilot program started in the spring has been successful and will be expanded to Co-Owners who wish to sign up.

The Friends & Family program is no different than any other discount program: you find the room combination on Bonvoy, make the reservation, and obtain the authorization form that must be shown at the time of check-in. He stated that the average cost savings on a typical three-day stay is approximately \$1000 or a 20 percent discount amounting to a \$200 savings. The key to this program is activating Bonvoy membership. (This can be done by scanning the QR code with your phone and becoming a member.)

A key feature of this program is that it is open to all Co-Owners, voting and nonvoting; however, the voting Co-Owner is responsible for informing the Board who the nonvoting members are, especially if ownership is held in an ownership entity (family trust, LLC, etc.) The voting Co-Owner is responsible for seeing that the program rules are followed and that no unauthorized use of the program occurs (using the program for business use, selling the room to someone else, damaging the property). By Board resolution, if abuse occurs, the violating Co-Owner will be removed from the program for a year. The entire program will be abolished if Marriott deems abuse of the program has occurred three times.

Currently, only Vice President Simon or Isabella Simon are authorized to hand out forms, though a couple volunteers will come aboard shortly to help with authorizations. To get started, send an email request to friendsandfamily@camelbackowners.com, make reservations in your own name and use the rate code: MMF.

Database update: The next project is updating and completing the Hubspot Co-Owner database. One of the primary duties of the Board is to see to it that this information is accurately maintained. He stated that to complicate matters, a room, a key, a unit, a deed, an owner and a person are not necessarily the same thing, and that the database keeps track of the various combinations that were

THE CAMELBACK INN CONDOMINIUM COUNCIL OF CO-OWNERS
MINUTES OF THE ANNUAL MEETING OF THE COUNCIL OF CO-OWNERS
Saturday, October 19 – 10:54 a.m. (MST)

maintained by spreadsheets. The database is 99 percent accurate. Updating involved review of deeds, review of Maricopa County Recorder records, and also involved work with the General Partner (GP), Mr. Hunt, and Mr. Munn as sales and transfers occurred. Vice President Simon gave some interesting statistics: There are 454 rooms or keys available to rent at CBI. 421 of those are owned individually by 399 condominium co-voters. An Owner is not the same as a person. Every ownership has a voter; it may be a person or it may be a person who is in charge of an ownership entity. Collectively, 33 units are owned: The 600-numbered units are owned collectively. Units 288, 289 and 290 at the corner of Mummy Mountain are owned collectively, and the last six units of the 590 series are owned collectively.

The 399 co-voters have interest in 567 unique shares, otherwise known as fractional ownership, so 567 deeds were reviewed to determine that. 150 Co-Owners own a fractional percentage of a unit. A joint tenant under Arizona law has the right to vote their own ballot prorated by their share of ownership, so doing this review work has added approximately 50 fractional owners.

Ownership concentration: the formula holds that anyone owning 5 percent or more of an entity has material control of the entity. There is not a single owner that is close to owning 5 percent. The Ownership is not very concentrated. It takes 55 percent of the ownership to get to 80 percent of the CEPI for voting purposes. This high voting percentage presents a challenge to approving the Bylaws because at least 75 percent of the CEPI (or over half of all co-owners) are required to approve the Bylaws change.

Ownership: You own a pro rata share of your room and everyone else's room; you own a pro rata share of the parking lots and the 33 collective units, as well the revenue stream. More CEPI gives you more votes and more money, but there is no change to the rights of ownership.

Declarations & Bylaws update: There are four objectives to this project: updating the voting process (making it compliant with current Arizona law); cleaning up the language and removing items that are no longer relevant; incorporating case law and best practices; and revising Section 20.

Section 20 is an important right Co-Owners have to match a non-owner's right to buy a unit. Currently, the system rewards those who receive the information and respond quickly, with no guarantee that all parties wishing notification receive that notification at the same time as is currently required. The new, simpler and fairer approach will be to designate a date and time by which Co-Owners respond to the notification, with the highest responding offer obtaining the right to purchase.

The final draft language is undergoing legal review. A subset of owners will review the final draft, with feedback in November/December of this year. A voting process will be implemented in May at the in-person, Co-Owner meeting. Co-Owners will be able to review and vote online. This will be the first test of the newly created Database and targeted communication.

After Vice President Simon concluded his remarks, Director Schauer noted that the information just given is a microcosm of the extensive work that has gone into the three projects and asked if there were any questions or comments from the floor. No questions or comments were offered.

3. Real Estate Sales Report – Matthew Munn

Twelve units were sold in 2024, three to brand-new owners. The three units bought by new owners were subject to the Section 20 process. The prices ranged from \$10,000 to \$11,200 CEPI.

THE CAMELBACK INN CONDOMINIUM COUNCIL OF CO-OWNERS
MINUTES OF THE ANNUAL MEETING OF THE COUNCIL OF CO-OWNERS
Saturday, October 19 – 10:54 a.m. (MST)

Mr. Munn also provided a three-year breakdown with the earliest period reflecting sales of \$8800 per CEPI during the pandemic period and leveling off at \$11,200. The average ranges from \$8800 to \$10,700 per CEPI. Over the last three years, there were 11 new owners and 13 current owners, so almost a 50/50 split between current and new owners. Mr. Munn also provided a chart showing the CEPI/sales since 2015 and the mostly upward trajectory over that time period. He finished his report stating that Unit 230, a Kiva unit, is for sale and all reasonable offers will be considered. Mr. Munn also thanked the Co-Owners for the referrals this year, and offered to answer any questions. No questions or comments were offered.

4. Transfer Report – Scott Hunt

Director Schauer introduced Mr. Hunt, thanking him and Mr. Munn for making themselves available yesterday to answer questions on both Sales and estate transfers.

Mr. Hunt stated that Co-Owners should sign up for their Bonvoy rewards account because one Co-Owner can be upgraded to Titanium Elite level. Signing up does not automatically grant Titanium status, but Mr. Hunt is able to upgrade an owner upon request.

Mr. Hunt exhibited a slide that listed some situations where a transfer should be considered: divorce, estate planning, or upon the passing of a loved one. He stated that even if a particular situation is not listed on the slide but there are questions, Co-Owners should not hesitate to contact him. He stated that he is not an attorney and won't give legal advice, but he is able to guide Co-Owners to the type of help needed for their specific situation. He stated that sometimes he may ask for copies of death certificates, wills and/or trust documents to be sure that ownership is transferred correctly. All transfers should be routed to Mr. Hunt for tax reporting purposes and for future ownership purchases. When transfers are made outside of the General Partner's knowledge, then partnership records are not updated and this can affect K-1 distributions.

Mr. Hunt stated that he would be available to talk about specific situations but offered to answer general questions. No comments or questions were asked.

5. Results of the Vote – Joe Schauer, Acting Secretary

Joe Schauer and Mark Barbano were elected to the Board of Directors for a 4-year term. The 2025 budget was approved. The 2023 Annual Meeting Minutes were approved.

6. General Question-and-Answer Period – Joe Schauer, Moderator

Director Schauer reminded Co-Owners that committee reports were sent by mail and are also online and opened the floor to general questions, stating that the appropriate officer, director or committee chair will answer the question.

Director Schauer thanked John Thompson, Betsy Heath and Connie Clark for their service on the Nominating Committee and asked if there were any questions for them. There were no questions or comments.

Next, he asked if there were any questions regarding the Secretary's report. There were no questions or comments.

He also asked if there were any questions for the Property Planning Committee. There were no questions or comments.

THE CAMELBACK INN CONDOMINIUM COUNCIL OF CO-OWNERS
MINUTES OF THE ANNUAL MEETING OF THE COUNCIL OF CO-OWNERS
Saturday, October 19 – 10:54 a.m. (MST)

Co-Owner Betsy Heath sought clarification on next year's annual meeting date, noting a conflict between the written date (October 19, 2025) and the date Leo Percopo, General Manager, gave earlier (October 26, 2025). Director Schauer stated that he would clarify that date in a later communication and no one should make reservations. President Dembow stated that to his knowledge the 26th of October is the correct date, and the date change is required to maximize income.

Director Schauer also solicited the Co-Owners for committee volunteers and reminded them that the organizational meeting will be this afternoon at 2 p.m. and that any Co-Owner is welcome to attend.

7. Meeting Recessed

There being no further business to consider, Director Schauer moved to adjourn the Annual Meeting. A second was offered, and the motion to adjourn passed unanimously.

The Annual Meeting adjourned at 11:43 a.m.

Respectfully submitted,

(Draft submitted November 7, 2024)

Mark Barbano, Secretary

THE CAMELBACK INN CONDOMINIUM COUNCIL OF CO-OWNERS
MINUTES OF THE ANNUAL MEETING OF THE COUNCIL OF CO-OWNERS
Saturday, October 19, 2024

2024 ANNUAL MEETING ATTENDANCE

CO-OWNERS

Dominic and Donna Addeo, unit 219
Nancy and Bryce Babcock, unit 400
Mark Barbano, units 167, 336, 559
Jon and Jackie Brinlee, units 353, 451
Ron and Karen Champion, units 342, 461
Kyle and Maureen Cox, unit 153
Paul Dembow, unit 247
M. Dorenzo, unit 404
Dean Doerksen, unit 472, 162, 301, 443
Jack Dover, unit 372
Gisela Duronio, unit 359
Bob and Julie Eberspacher, unit 384
Paul French, unit 447, 542
Bill and Kathy Freschi, unit 579
Joe and Lisa Freschi, unit 245
Christophe Gable, units 158, 161
Roger and Barb Groesch, units 369, 370, 381,
410 and 515
Betsy Heath, unit 559
Mike and Sarah Heath, unit 112
Grace and Lee Newman Jones, unit 605
Jim and Katie Conover Kolbe, units 136, 156,
280, 479, 545
Jim Lammy, unit 329
Devin C. Luse, units 382, 590, 590, 591, 592
Duane and Diane Luse, units 382, 590, 591, 592
Rita Mangino, unit 204

CAMELBACK INN

Eric Duchene, Executive Chef
Marjorie Jackson, Director Event Management
Sibylle Jenny, Director of Sales and Marketing
Glen Mounts, Director of Engineering
Leo Percopo, CBI General Manager
Karen Samson, Director of Finance and Accounting
Suzanne Tidwell, Director of Human Resources

MARRIOTT INTERNATIONAL

James Last, Senior Director, Asset Management

Mary Jo Miller, units 158, 161
Stan and Joanne Milobsky, units 278, 564
Chris and Olga Morris, unit 284
Marc and Suzi Mouallem, units 152, 263
David Newhall, units 334, 437
G. Newman, unit 474
J. Newman, unit 609
Tom Parker, unit 419, 578
John and Sylvia Pesenti, unit 433
Joe and Mary Porter, units 135, 450
Gordon Rosenblum, units 257, 408
Maria Rita Saba, unit 168
Gregory N. Saba, units 276, 549
Lou Scantland, unit 526
Joe and Alanna Schauer, unit 558
David and Jill Shanks, units 241
John Simon, unit 246
Isabella Simon, unit 246
Christopher Smart, Robert Smart, unit 572
Joel Stein, Michele Grimaldi Stein, units 583, 586
Stephen Striegel, units 145, 480
Christopher Sullivan, unit 321
John and Carol Thompson, unit 235
Vincent and Debra Totaro, units 546, 549
John and Cheryl Umbeck, unit 417
Charles Vadalabene, unit 231
Barbara Vite, unit 157

CHMWARNICK (General Partner)

Christine Baekey
Bob Hayward

MAY, POTENZA, BARAN & GILLESPIE (Board Counsel)

Dorothy Baran
Matt Rapier

OTHER GUESTS

Scott Hunt, Carneal & Hunt, PC
Matthew Munn, Double V Real Estate
Heather Wagenhals, Double V Real Estate

