

BRAND USA
OPEN TO THE PUBLIC
MEETING OF THE BOARD OF DIRECTORS

March 1, 2012

A public meeting of the Board of Directors (the “**Board**”) of The Corporation for Travel Promotion d/b/a Brand USA (the “**Corporation**” or “**Brand USA**”) was held in Washington, DC and participated in by the public by conference call commencing at 1:30 pm EDT. The following members of the Board participated in the meeting:

Caroline Beteta, Vice Chair
Stephen J. Cloobek, Chairman
George Fertitta, Vice Chair
Randy Garfield (via phone)
Daniel Halpern
Tom Klein (via phone)
David Lim
Mark Schwab (via phone)
Roy Yamaguchi (via phone)
Lynda S. Zengerle

Diane Shoher was not in attendance. Also in attendance was Robyn Mandel, Esq. of the law firm Katten Muchin Rosenman LLP. Brand USA staff present included Brand USA's CEO James Evans, as well as Chris Perkins, Paul Cerula, Joel Secundy, Jay Gray and Anne Madison. Ms. Mandel served as recording secretary of the meeting. Stephen J. Cloobek, the Chairman of the Board of Brand USA, called the meeting to order with a quorum present.

I. Chairman's Update

Chairman Cloobek welcomed the public and other attendees to the Brand USA public Board meeting and began with some administrative items, asking the Board for a motion to approve the signing by each Director of a Conflict of Interest Annual Statement, which the Governance Committee reviewed and approved. After a motion, which was seconded, the Board approved the Conflict of Interest Annual Statement by unanimous approval of all Directors in attendance and each Director signed. Chairman Cloobek noted that the Directors were not approving the December Board meeting minutes as revisions had been requested. Once approved by the Board, the minutes from the public board meeting will be posted on the Brand USA website. Chairman Cloobek announced that an Audit Committee Charter had been approved and would soon be available on the Brand USA website. Chairman Cloobek acknowledged the participants of Brand USA's various advisory groups, which include business development, marketing and research. The advisory groups are non-voting groups but may be considered the “think thanks” of Brand USA.

Chairman Cloobek announced that Brand USA's financial commitments and collections will allow Brand USA to achieve its budget. The fiscal year 2012 operating budget and cash flow budget have been approved by the Board of Directors and will be available on the Brand USA website.

Chairman Cloobek advised that the terms of 4 members of the Board of Directors will expire in September. They may express interest in having their terms be renewed but there may be openings in certain sectors of the industry. This issue will be dealt with at an upcoming Board meeting.

II. Management's Update

Chairman Cloobek then asked Mr. James Evans, CEO of the Corporation, to provide an update on business matters relating to the Corporation.

Mr. Evans announced that Brand USA's business plan had been presented to the Board and the Board had signed off on the proposed budget for that plan. The first in person advisory group meetings took place and were a success. Minutes from those meetings will be available on the Brand USA website.

Mr. Evans discussed the composition of the Brand USA team and recently completed objectives. The Brand USA team now includes 27 full time staff members. He introduced Anne Madison, who just started as the Chief Communications Officer. Mr. Evans confirmed that the GAO audit was almost complete and he expected the results to be released in the next few weeks. Copies of those results will be available on the Brand USA website. Brand USA's Form 990 will be completed by May.

Mr. Cerula discussed Brand USA's business development plan, announcing Brand USA's three initial partners – Disney, Marriott and Choice. He also described Brand USA's efforts to tap into all segments of the industry and thanked the destination marketing organization (DMOs), U.S. Travel Association (USTA), Destination Marketing Association International (DMAI) and others for their assistance. He further discussed the branding partnership with USTA for PowWow and the plans for marketing to begin in the United Kingdom and Germany, where international representation firms have already been hired. Analysis has been completed for UK, Ireland, Germany, Switzerland and Austria and Brand USA expects to hire international representation firms in 5 more countries in the coming months. There will be a significant Brand USA branding presence at PowWow.

Mr. Perkins discussed Brand USA's partnership programs. He announced that the marketing advisory groups had met and established schedules for further meetings. Qualitative research on Brand USA's marketing campaign direction and elements was complete and they are focusing on production of broadcast elements of the campaign. Brand USA has already established a digital media presence and has worked on print elements. Brand USA will be reaching out to DMO's regarding co-marketing opportunities.

Mr. Secundy reported on Brand USA's outreach program, noting that Brand USA had been out at 25 industry events and numerous media events. They are working on ensuring a robust website in which partners can engage. The first e-newsletter, Brand USA Today, was distributed and an advisory group meeting was convened through a webinar in which 120 DMOs participated.

Mr. Secundy also described progress that Brand USA was making to create a more welcoming environment for foreign visitors to the U.S. He thanked Customs and Border Patrol for working with Brand USA to establish a working plan, which includes encouraging officers to smile as they greet visitors.

Mr. Secundy introduced Ms. Madison. Ms. Madison explained that she will work on raising the level of frequency and visibility of Brand USA.

There being no further questions from the Board, Chairman Cloobek noted that he was thrilled with the management team and looked forward to what was to come and asked for a motion to close the Board meeting and take questions from the public, which motion was made and seconded and approved unanimously by all Directors in attendance.

III. Public Question and Answer Session

A participant inquired about Brand USA's ideas on rural marketing. Mr. Evans commented that Brand USA contemplated marketing of smaller states and the national parks and advised that a separate section of the Marketing Advisory Group may be formed to focus on this segment and marketing would be launched later this year.

A participant asked what the total budget was, to which Mr. Evans responded that it was \$110,000,000.

A participant questioned irrelevant listings on the news feed feature of the Brand USA website. Mr. Secundy noted the issue and said Brand USA would correct it.

A participant inquired how much cash Brand USA has collected from donors. Chairman Cloobek said that Brand USA had collected almost \$10,000,000 from industry partners.

A participant asked when marketing in India would begin. Mr. Perkins said that it would likely begin in September.

A participant asked how DMOs can be participating. Mr. Cerula responded that the DMO should reach out to him and that Brand USA was working with each DMO individually.

A participant inquired about Brand USA's role in research and it was noted that Brand USA had hired Richard Santiago as Director of Research, an advisory group had been formed on the topic and that Brand USA is working on developing a program over the next 6 to 8 weeks.

IV. Adjourn

The Chairman of the Board advised that the next meeting is June 14. There being no other business before the Board, Chairman Cloobek adjourned the meeting at 2:10 p.m. EDT.

The foregoing minutes approved by the Board of Directors on May 23, 2012.

s/ Lynda Zengerle

Lynda Zengerle, Secretary