

**MARRIOTT INTERNATIONAL, INC.**

**COMMITTEE FOR EXCELLENCE CHARTER**

**I. Composition and Term of Office**

- A. The Committee for Excellence (the “Committee”) shall consist of a minimum of three members of the Board of Directors of Marriott International, Inc. (the “Company”), two of whom are not officers or employees of the Company. The Committee may also consist of officers and employees of the Company who are not Directors. The members of the Committee who are members of the Board of Directors and the Committee’s Chair shall be appointed by the Board of Directors. Other members of the Committee shall be appointed by the Committee. At least one member of the Committee shall be an independent director and shall satisfy the New York Stock Exchange standard for independence for members of the audit committee.
- B. Members of the Committee shall serve until the next Annual Meeting of the Board of Directors or until their successors are appointed. The Committee shall designate the Committee Secretary.

**II. Meetings**

The Committee shall hold at least one regular meeting each year and such additional meetings as may be deemed necessary by the Committee Chair. Minutes of each Committee meeting shall be submitted to the Board of Directors and the Committee Chair will report verbally to the Board of Directors on matters discussed at the most recent Committee meeting.

Matters brought before the Committee that cannot be resolved by a vote of the members shall be submitted to the entire Board of Directors for consideration.

**III. Purpose**

To be viewed as the leading company in the hospitality industry, it is imperative for the Company to continue to support and value diversity as part of its corporate culture. It shall be the responsibility of the Committee to promote, encourage, align, and communicate the Company’s efforts with respect to women and minorities both in the workplace and as owners, franchisees, guests, customers, and vendors of the Company.

**IV. Duties and Responsibilities**

A. The Committee's duties and responsibilities shall be as follows:

To identify and encourage efforts undertaken by the Company to promote and leverage the recruitment, retention, and advancement of women and minorities as employees of the Company.

To identify and evaluate efforts undertaken by the Company to promote and leverage an increasingly diverse ownership, customer, and vendor base.

To communicate the Company's efforts and successes in a focused, coordinated way to enhance the public perception of the Company's efforts to promote diversity and value peoples of different backgrounds, experiences, and cultures to benefit the Company's strategic competitive advantage.

B. The Committee shall meet with the Project Excel team, which shall function as the working group for the Committee, as necessary to review and approve the goals and progress of Project Excel.

C. The Committee shall conduct and present to the Board an annual performance evaluation of the Committee and the Project Excel working group.