



BIG SKY OWNERS ASSOCIATION

Board of Director's Meeting Minutes

Friday, August 20, 2021 – 8:30AM

Big Sky Owners Association Board of Directors met at 8:30 am on Friday, August 20, 2021, at the Big Sky Owners Association office in Big Sky, Montana. Directors in attendance included: Kevin Daily, Clay Lorinsky, Gary Walton and Eric Ossorio; Directors attending virtually included: Maggie Good, Grant Hilton, John Stowe, and John Gladstein. Members attending included: John Leeper; members attending virtually included: Liz Townsend, Joseph McFadden, and Kirk Dige. Alan McCormick attended virtually. Suzan Scott, Kyle Pomerence and Tammy Estensen represented staff; Tammy recorded minutes. Sharon Douglas joined at 9:30am.

1. Membership Forum: Liz Townsend was present to address a compliance violation letter and a rights suspension letter that she received. Ms. Townsend was unaware that sheds were not allowed in Meadow Village. Gary Walton asked her to reach out to Amy San Nicolas to help with this issue.
2. Call to Order: Chair Eric Ossorio called the meeting to order at 8:57AM.
3. Minutes: Board Meeting – July 16, 2021 – Kevin Daily asked to correct the spelling of attendee Adam Rust's last name to Rutz; Grant Hilton wanted it noted that stop signs were not generally viewed as traffic calming methods, which was supported by the Morrison-Maierle study; Maggie Good asked that, on the bottom of page 2 of 5 in Paragraph E, to change '\$20/year' to '\$20/member' and 'frequent basis is' to 'frequent basis be.'

Motion was made by Maggie Good to approve the amended July Minutes; seconded by Eric Ossorio. Motion passed unanimously.

4. Big Sky Development: There was discussion on the need to evaluate the suitability of new developments in the community and what the appropriate buildout is for Big Sky. Since Big Sky lacks the zoning typically handled by municipalities, it was suggested that the BSOA take a leadership position to help determine the long-term impacts of development on water rights, transportation and livability in the area.

Motion was made by Eric Ossorio for the BSOA to retain a consultant to advise and evaluate the impact of development in Big Sky and help us determine our legal rights; Gary Walton seconded. Motion was tabled for discussion on who would be the appropriate person to quarterback this effort. A vote resulted in three in favor (Maggie, Clay and Eric); five opposed (Kevin, Grant, Gary, John Gladstein, John Stowe). Motion failed.

The threshold question of who pays for the effort was asked. It was decided that further discussion was needed to determine who the appropriate person would be to quarterback this effort. Eric Ossorio introduced Alan McCormick, who recapped his background in planning and real estate law but mentioned he was



not the quarterback the Board was looking for. Thereafter, further thought was that a planning/civil/zoning engineer would be a better fit than an attorney; other resources could be brought in as needed. Directors will continue to look for an appropriate consultant and to further define the scope of this role.

5. Finance and Audit Committee:
 - A. July Financials - Maggie reported that each month the financials are looking better and also on budget.
 - B. Receivables & Assessments - Bad Debts/Write Offs were discussed as was the responsibility of the title companies involved.

Motion was made by Maggie Good to write off the three bad debts as presented; seconded by Kevin Daily. Motion passed unanimously.

Further discussion resulted in the direction that staff should reach out to the title company for account #01312 for collections.

- C. Liens Recommended

Motion was made by Gary Walton to assess liens and have them recorded against accounts as listed in the meeting packet, beginning with #01256 and ending with #01429; Maggie Good seconded. Motion passed unanimously.

It was noted not to pursue a lien if account #08012 payment clears. There was discussion about assessments for developers who sell a property in the final quarter of the fiscal year.

Motion made by Maggie Good that assessments of members joining the BSOA the last quarter of each fiscal year should be rolled over into the next year's assessments. Clay Lorinsky seconded; Motion passed unanimously.

Kyle Pomerence reported that the system wants to automatically apply finance charges to all outstanding balances including lien charges, fines and penalties, and asked if this is appropriate. Gary Walton said Finance Committee could research what is in our governing documents for an opinion. If nothing is in the documents, then a determination should be made. Staff will research and bring this issue to Finance Committee.

- D. Suspension of Voting Rights - It was confirmed that if members brought their balances up to date by the Annual Meeting, their votes would be counted.
 - E. New Members List - No discussion
 - F. 990 Late Fees and Penalties Update - No discussion on the documents presented.
6. Staff Report: July/ August - Suzan Scott noted that staff is working hard to manage the current workload and reported that there have been no viable candidate responses for the part-time front office position. Clay Lorinsky asked if that position would be easier to hire if it were full time position. It was suggested



the Board go into Executive Session at the closing of the Board meeting to further this discussion. Grant Hilton asked that the Compliance Manager include a brief status for each issue that is included on the report.

7. Chairman's Report:

A. Old Business

- i. Design Regulations Revisions – Grant reported that once staff can get back with final revisions, the regulations will be brought back through the Committee to see if there are additional considerations. New projected timeline is October. Eric suggested that we look at our current design application process to see if we could improve upon it to make it easier for applicants. Grant asked that Board email him, Suzan or Amy with suggestions.
- ii. Project Updates – As presented, there was no further discussion
- iii. LC Road – Traffic Calming Update
 - a. MM Invoice – Material was presented and discussed.

Motion made by Gary Walton to send a letter to James Nicholson stating that we accept Jack Schunke's offer in his June 11, 2020 email, to pay half of the costs and a check for \$2,112.50 should be sent with the letter; Kevin Daily seconded. Motion passed unanimously.

iv. Ponds Project

- a. WGM Agreement – The Ponds Subcommittee presented a quick background of the ponds and the work agreement with WGM. Though the project in its entirety includes both the Little Coyote and Silverbow ponds, there was discussion about Silverbow not having public access and the impact that would have on funding opportunities outside the BSOA. While reviewing WGM's scope of work, it was agreed that an estimate for both ponds would provide a better baseline of data for Board decision moving forward.

Motion made by Grant Hilton to proceed with the initial phase of the WGM proposal, not to exceed \$70K, complete the scope of both Little Coyote and Silverbow Ponds as identified in the meeting packet; Gary Walton seconded. Motion passed unanimously with Clay Lorinsky abstaining.

As a representative of the Silverbow Owners Association, Kirk Dige said he does not want to see a trail through the wetlands and have the Silverbow Pond developed into a community facility. If the Board chooses not to complete Silverbow Pond, he doesn't think there will be push back from SB owners. He would like it dredged, but not at the expense of a public access. Suzan asked if SBA would want



to contribute to the completion of the SB Pond. Kirk will make inquiries.

v. Annual Meeting Updates

- a. Election
- b. COVID Protocol: In Person, Food Service – As presented, the AME Committee provided options regarding vaccinations and wearing of masks for the Annual Meeting. Discussion ensued about the safety obligations of the Board for membership and staff and determined that, with the spike in the new coronavirus variants, it would be best to have remote attendance only at the meeting.

Motion was made by Grant Hilton to change the annual meeting to remote attendance only for members, Board members and speakers who are vaccinated would still meet, and to authorize up to \$2,500 for a cancellation fee; seconded by Gary Walton. Motion passed unanimously.

B. New Business

- i. Big Sky Development & Water Sustainability – Refer to the above.
- ii. LC Bridge Repair – Morrison Maierle’s proposal to conduct a study for the bridge’s repair was presented and discussed.

Motion was made by Grant Hilton to authorize up to \$3,000 to put together a proposal for a study to repair the Little Coyote bridge; seconded by Gary Walton. Motion passed unanimously.

8. Committee Reports

- A. Executive Committee – No Meeting
- B. Legal Committee – *Meeting: 08/12/21 – WGM Ponds Agreement, Liens Status, H2O Sustainability/Development, Insurance Policy Request*
- C. Nominating Committee – No Meeting
- D. Strategic Planning Subcommittee – No Meeting
- E. BSAC – *Meetings: 07/15/21, 08/15/21*
- F. BSOA Advisory Committee – No Meeting
- G. BSCO Trails – Kevin gave an update on projects through the BSCO
- H. Ponds Subcommittee – *Meetings: 08/10/21 – Review SOW, Agreement, Cost Estimates*

9. Other

10. Adjourn: with nothing further to discuss, the meeting was adjourned at 11:23 am.



Gary Walton, Board Secretary