



BIG SKY OWNERS ASSOCIATION COMMITTEE CHARTER

COMMITTEE NAME Big Sky Architectural Committee

Date Created: Originally created in 1972, chartered herein on April 17, 2009 by a majority vote of the Board of Directors of the Big Sky Owners Association (BSOA) at its April 17, 2009 board meeting.

Date(s) Charter Revised:

Standing Committee X , Committee _____, Ad Hoc Committee _____

PURPOSE AND AUTHORITY

The purpose of this Committee Charter ("Charter") is to officially charter the Big Sky Architectural Committee ("Committee") as referenced in the Amended and Restated Bylaws for the Big Sky Owners Association, Inc. (adopted on January 18, 2008 and recorded with the Office of the Gallatin County Clerk and Recorder (Document #2290050, January 25, 2008) and the Office of the Madison County Clerk and Recorder (Document #124479, February 11, 2008 ("Bylaws")), which is the same committee as that established and/or referred to in the Declarations of other subdivisions created within the area defined by the Association's Jurisdiction. The Committee is delegated authority to act for the BSOA Board ("Board") in fulfilling the Board's duties by engaging in the activities identified in this Charter and by acting for the Board between meetings of the Board to the extent allowed by law, within the limits established in this Charter, those powers set forth in the covenants of the subdivisions and declaration of condominium within the Association's Jurisdiction, the Design Regulations, and the Bylaws. ***Use of capitalized terms in this Charter, otherwise not defined herein, refers to defined terms in the Bylaws.**

The mission of the Committee is to protect, maintain, and enhance the quality of life of the Membership and property values in the Association's Jurisdiction.

MEMBERSHIP, OFFICERS, AND TERMS

Chair. The Chair of the Committee shall be a member of the Committee and shall be appointed by the Committee. The term of the Chair shall run the length of the member's term (i.e., three years) on the Committee.

Membership. There shall be seven members of the Committee: two Directors from the Board appointed by the Board; three members appointed by Boyne USA, Inc; and two members elected by the Members of the Association from the Membership.

The right bestowed to Boyne USA, Inc. to appoint three members of the Committee ceases in the year 2020 or when Boyne USA, Inc. by written statement relinquishes this right, whichever comes first. During this time, this right is nontransferable except Boyne USA, Inc. may transfer this right to a wholly owned subsidiary of Boyne USA, Inc. or to a company where Boyne USA, Inc. holds a majority interest. In the year 2020 or when Boyne USA, Inc. has relinquished its right to make appointments to the BSAC, such appointments and vacancies shall be filled by the Board.

TERM. Members of the Committee are to serve staggered three year terms. Mid-term vacancies are to be filled accordingly: Board of Directors and Member vacancies shall be filled by the Board, Boyne USA, Inc. vacancies shall be appointed by Boyne USA, Inc.

MEETINGS AND PROCEDURES

The Committee shall hold regular meetings as necessary. Meetings of the BSAC may be called by Staff, the Chair of the BSAC, or by a majority of the members of the said BSAC. A majority of the members of the BSAC present at any meeting shall constitute a quorum.

The Committee shall maintain minutes of its meetings and a record of votes taken thereat and shall provide meeting minutes to the Board at regularly scheduled meetings, if requested by the Board.

The Committee shall also follow those Operational Procedures as set for the in the Bylaws.

POWERS AND DUTIES

The Committee shall have those powers as specifically enumerated in Article 6 of the Bylaws (and as subsequently amended) (inclusive of any enforcement powers delegated by the Board), the Design Regulations, as well as, those powers set forth in the covenants of the subdivisions and declaration of condominium within the Association's Jurisdiction.

Report to Board. Any action taken by the Committee between meetings of the Board shall be reported to the Board at the Board's next meeting in accordance with the Meetings and Procedures section of this Charter.

SUPERSEDE

The intent of the adoption of this Charter is to supersede all previous committee charters adopted by the Board to establish the Big Sky Architectural Committee.