



BIG SKY OWNERS ASSOCIATION

Board of Director's Meeting Minutes - Friday, February 15, 2019

Big Sky Owners Association Board of Directors met on Friday, February 15 at 9:00 am at the Big Sky Owners Association office in Big Sky, Montana. Directors in attendance included: Eric Ossorio, Gail Young, Phillip Chadwell, and Michelle Frederick. On the phone: Maggie Good, sand Suzan Scott. Steve Anderson represented staff. Amy San Nicolas was present to record minutes.

1. Membership Forum:

- A. Mark Jobson came to represent Lake Condos Owners Association (LCOA) with the intention of resolving the current dispute and requests BSOA consolidate LCOA's items on the agenda to one place as high up on the agenda as possible. Brian Wheeler attended to listen to this discussion. Both Mr. Wheeler and Mr. Jobson protested the Board's decision to enter Executive Session before this discussion occurred. As the outcome of Executive Session would affect the entire meeting, the Board decided to go into Session immediately following Membership Forum.
- B. Frank Martina came to represent Sweetgrass Hills for its applicable agenda item. He requested we make an amendment to covenant regulations that disallow short-term rentals in Big Sky.
- C. Steve Johnson reported that the proposed legislature now has a bill number-- SB241 – several great sponsors, and that the hearing has been scheduled for February 20th at 8 am in Helena. Mr. Johnson requests a letter of support from the BSOA in time for that meeting if possible. The details of the bill were discussed and it was suggested that the membership be updated in the next newsletter.

2. Call to Order: 9:10 - call to order occurred prior to membership forum.

-----Executive Session began at 9:37-----


-----Executive session ended at 9:44-----

3. Minutes: January 18th Board Meeting

- A. Corrections: Page 1, 3A BSRAD's tax should be clarified to all RAD's not just BS, page 3, 7A Gale to Gail.

Motion made by Michelle Frederick to approve the Jan. 18th minutes with the above corrections; seconded by Eric Ossorio. Motion Carries.

- 4. Finance and Audit Committee: Board commends Steve on handling the implementation of penalties and interest charges and the reporting of delinquent accounts.
 - A. January Financials: Actual vs. Budget - LMR passes sales are not much higher than last year. Some system quirks were noted that Steve is working to fix with QuickBooks. Mailings were higher due to assessments and the audit letter. The Board had no real issues with the budget, as reported.

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- B. Receivables & Assessments: The Assessments Receivables number includes two specific delinquent accounts – about half of what is still owed – but the BSOA is still at a better place than this time last year. It was reported that Steve has been working on tracking down undeliverable addresses through cadastral with some success.

Motion made by Michelle Frederick to accept the financials as presented; seconded by Maggie Good. Motion carries.

- C. Lien Request: Act. #: 06114A; 01210; 04443; 00141; 01357; 01861; 00712; 06354; 01256; 01316; 00722; 00049; 10511; 10407; 01336; 07807; 32318: It was noted that the decision to process liens had been previously approved.

Motion made by Maggie Good to approve the processing of the 2018 liens as presented; seconded by Phillip Chadwell. Motion carries.

- D. Collection Request: None
- E. New Member List: No discussion required.
5. Staff Report: January – It was reported that the Amended and Restated Bylaws have been filed with Gallatin County but still need to be filed in Madison County.
6. Chairman’s Report
- A. Old Business: LCOA Vote issue was discussed prior to item 3 per Mr. Jobson’s request.
- i. Lake Condos Proxy Vote Update:
- a. Response Letter: It was noted that the voting procedure outlined in Section #1 of the proposed revised Settlement Agreement is not considered a proxy vote and meets the requirements of the BSOA Bylaws. After lengthy discussion, it was decided that the assessments – at least in principle – must be paid immediately and a request letter would be drafted by Legal Counsel in response to the settlement agreement asking LCOA to provide the BSOA with a letter – not a settlement agreement--outlining only the voting methodology for the Board to approve. It was proposed that a nondisclosure agreement between LCOA and BSOA regarding the membership list be considered.
- ii. Projects Update:
- a. LC Traffic Calming Measures Update: There was nothing new to report.
- iii. MadCo Egress: 2nd Letter: The letter has been drafted but the Executive Committee decided to defer to the Board for approval. The Board discussed the proposed letter and suggested changes. It was reiterated that the next step would be to elevate the issue to the media if no adequate response was received from this letter.



Motion made by Gail Young to approve the letter including all the edits made by Directors and that it be sent to all individuals listed in the carbon copied section on the bottom of the letter; seconded by Maggie Good. Motion Carries.

- iv. NorthWestern Energy Substation Update: BSOA and counsel has agreed to meet with NorthWestern Energy representatives in Bozeman to discuss continued issues next Tuesday, February 19th.

B. New Business

- i. Resort Tax Area District: Legislation - *Letter of support request*. There was some discussion about whether or not it was BSOA's place to take sides on community issues for which members have opposing opinions. Any written letter of support would only express the need for infrastructure improvements – and efforts to obtain funding for this--in the community. It was stressed that the BSOA should not support one opinion over the other with regards to the imposition of a tax increase in Big Sky because the Board represents all BSOA members.

Motion made by Gail Young that the Executive Director draft a letter recognizing the Resort Areas' critical need for infrastructure improvements and supporting the efforts made by the Resort District Board to bring this to Legislation for a vote; seconded by Phillip. 4 in favor. 1 against. Motion Passes.

- ii. Advisory Board Charter - It was proposed that the Board change the name of the committee from Advisory Board to Advisory Committee and replace the use of 'Board' with 'committee' wherever it references the Advisory Committee as opposed to the Board of Directors throughout the charter.

Motion made by Michelle Frederick to approve the charter with the recommended changes; seconded by Gail Young. Motion carries.

- iii. Sweetgrass Hills Covenant Amendment: This item was discussed prior to item 3 of the agenda. It was noted that Directors are sensitive to the issue of short-term rentals in the community and that the covenants can be amended with a 51% vote. However, any amendment that prohibited short term rentals might only apply to individuals who purchased their properties after the approval of the amendment. Sweetgrass owners could, in conjunction with prohibition of future short-term rentals, revise and refine the regulatory language in their covenants to restrict current owners further and provide enforceable fines associated for breaking restrictions. The BSOA proposed to work with Sweetgrass owners to draft amendments and regulation revisions that would, once finished, be voted on by Sweetgrass owners.



Motion made by Eric Ossorio that the Board work with Sweetgrass Hills to draft amendments for Counsel approval and return approved amendments to Sweetgrass Hills for a vote; seconded by Phillip Chadwell. Motion carries.

- iv. New Boardroom Laptop: It was reported that the laptop is old and needs to be replaced. Funding for this would come from the computer reserve or contingency, per Board discretion.

Motion made by Gail Young to approve the purchase of a new laptop to replace existing boardroom laptop not to exceed \$1500 including the support tech to get it up and running; seconded by Phillip Chadwell. Motion carries.

7. Committee Reports

- A. Executive Committee: *Staff Medical Leave* - No further discussion required.
 - B. Legal Committee *Noncompliant Member, LCOA Proxy Voting, NWE Substation*- No Further discussion required.
 - C. Nominations Committee: *Jan. 17th Meeting*- No further discussion required.
 - D. MLB ODP Update: *Egress/Ingress*- No further discussion required.
 - E. Strategic Planning Subcommittee: *March Meeting - TBD* - Board requests that Suzan put together a doodle poll next week to plan the next meeting.
 - F. BSCO: It was reported that there is an overflow issue at the ponds. No action required until further information is provided.
 - G. BSAC: No discussion required.
8. Other: Madison County Spanish Peaks ODP - It was discussed how continuous acceptance of development only further exacerbates the egress issue.
9. Adjourn- With no further items to discuss, Board adjourned the meeting at 1:03 PM

Attendance Summary: all Board Members in attendance were present for the duration of the meeting. Steve Anderson stayed for the Membership Forum but had to leave before the Financial Report.


Maggie Good, Secretary