



BIG SKY OWNERS ASSOCIATION

Board of Directors' Meeting Minutes - Friday, May 15, 2020 - 8:00 am

Big Sky Owners Association Board of Directors met via conference call on Friday, May 15, 2020 at 8:00 am at the Big Sky Owners Association office in Big Sky, Montana. Due to the social distancing guidelines, no Directors attended in person. Attending on the phone: Gary Walton, Gail Young, Eric Ossorio, Grant Hilton, John Gladstein, Jim Glowacki, and Maggie Good. Members attending by phone were Kate Scott, Taylor Middleton, and Brian Wheeler representing Boyne. Suzan Scott and Steve Anderson represented Staff. Leslie Ammons was present to record minutes.

1. Membership Forum:
 - A. Representing the Big Sky Resort and himself, Taylor Middleton, communicated he did not support the proposed BSAC Design Regulation revisions in Section 7.1, as presented. He encouraged that the proposed amendment to 7.1 be looked at by the subcommittee appointed by BSAC to review the BSAC Design Regulations in total.

Brian Wheeler further clarified his summary report submitted in the Board Packet, stating the revisions are more restrictive, are blanket requirements applied to all subdivisions in the BSOA, and posed conflicts between zoning and planning. Brian also requested the BSOA provide notification to all subdivisions of this change.
 - B. Kate Scott represented herself as a qualified candidate and stated her interest in running for a member-elect position on the BSAC.
2. Call to Order: The Chair called the meeting to order at 8:30 am.
3. Minutes April 17th Board Meeting: No edits were made.

Motion made by Maggie Good to approve the April 17, 2020 meeting minutes; seconded by Grant Hilton. Motion passes unanimously.

4. Finance and Audit Committee:
 - A. Audit Update/PD Project: Staff continued to inspect financial records with regard to reconciling PDs.
 - B. April Financials: Although revenue for the year is up slightly, additional expenses have been realized in several areas of the budget. The BOD and Staff discussed the possibility of running a budget deficit. April financials were presented and acknowledged but not accepted due to the ongoing audit.
 - C. Receivables & Assessments: Nothing further to discuss.
 - D. New Members List: None.



5. Staff Report: April, 2020: Suzan Scott reported the following: Engaging Legal Committee, Finance Committee, Executive Committee, and Nominating Committee to further current BSOA issues. Board acknowledged project updates, COVID-19 response, upcoming elections for BOD and BSAC committee members, potential virtual Annual Meeting, and general miscellaneous items. Regarding the Gallatin County ordinance that disallows speed tables, Staff was asked to work with Kevin Daily to gather signatures for a petition to be presented to Gallatin County Commissioners. Also, the Highway 64 Bridge Decks repair was also discussed, along with consideration for additional signage to moderate traffic flow during construction on Little Coyote Road and Highway 64.

Motion made by Eric Ossorio that BSOA investigate and put up appropriate signage on Two Moons and Little Coyote Rd to prohibit anything other than local traffic and to contact Spanish Peaks MC and have them relocate sign down to intersection of Andesite and Highway 64, if the DOT allows them to; seconded by Grant Hilton. Motion passes unanimously.

Staff was also asked to check with Morrison-Maierle about a bridge analysis and weight limitations on the Two Moons bridge.

6. Chairman's Report:
 - A. Old Business
 - i. Project Updates:
 - a. Open Space: Staff presented updates on Open Space project noting RFPs have been sent to 15 contractors approved by the Extension Service. Using one of these contractors qualifies the BSOA for their 50% match program. Cost of bids will be evaluated with regards to budget capacity.
 - b. Trash Consortium: Staff negotiations with L&L for reduced rates based on the number of customers were discussed.
 - c. WSD/NWE Easement: Nothing further to discuss.
 - d. MadCo Emergency Egress:
 - I. Letter to the Governor: With no response from the Governor, BOD discussed further actions, including Staff reaching out to the elected and agency officials who responded, consideration of reasonable expenses, and work required to complete the project.



- ii. Compliance Updates: Acct. #04443, #07610
- iii. Design Regulation Revisions, Variances, Input from BSAC: Legal Committee members communicated the revisions to Section 7.1 of the BSAC Design Regulations were intended to clarify and remove ambiguity, maintain consistency with governmental agencies and the State of Montana, avoid conflict and decrease subjectivity of the BSAC. The proposed revisions to the Design Regulations were to again be reviewed by the Legal Committee, with consideration of Boyne’s comments and then sent back to the BOD.

*****Taylor Middleton left the call at 9:10 am*****

- iv. Response to Coronavirus – Given the guidelines from the Governor and Gallatin County Health Department, the office will remain closed to street traffic and all meetings will continue to be held remotely, until further notice.

B. New Business:

- i. Proposal: Reduce Membership of Board and BSAC: Coming as a recommendation from the Nominating Committee for Board approval, a proposal was presented that would increase efficiency of the Board and BSAC by reducing the number of Directors and Committee members. After some discussion, the BOD decided to table and revisit the issue of reducing the number of BSOA Directors, if the BSOA is unable to fill 9 positions.

Motion made by Gail Young to present for membership vote that Section 6.5 of the Bylaws be amended to state that at least 5 and no more than 7 members would make up the BSAC with no fewer than 2 being elected members beginning FY 2021; seconded by Jim Glowacki. Motion fails with 3 Directors in favor and 4 against.

- ii. Nominating Committee Candidates: The Board reviewed and discussed the matrix presenting prospective candidates and their experience, as well as responses to Nominating Committee inquiries.


*****Jim Glowacki left the call at 10:46 am*****

*****Jim Glowacki joined the call at 11:03 am*****

*****Brian Wheeler and Kate Scott left the call at 11:05 am*****

Executive Session began at 11:10 am

Executive Session ended at 12:10 pm

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- iii. Date of Record – As required by the Bylaws, the Board established FY 2020 Date of Record as June 26th, 2020 for determining Members who will receive notice of vote in the upcoming election.
 - iv. Strategic Plan, 2020-2021 – It was noted that a May 26th meeting of Strategic Planning Subcommittee has been scheduled to review future projects for the coming year. This is in preparation of approval of the FY 2021 budget.

7. Committee Reports:

- A. Executive Committee – *No Meetings: Staff Evaluations*
- B. Legal Committee – *No Meetings, COI Policy Revision, COC*
- C. Nominating Committee – *Meeting: 5/11 RE: Potential BSAC & Board Candidates, reduce BOD and BSAC membership*
- D. Strategic Planning Subcommittee:
- E. BSAC - *Meetings: 5/7*
- F. BSOA Advisory Committee – *MadCo Egress, BSOA Perception*
- G. BSCO

8. Other: None.

9. Adjourn: With nothing further to discuss, the meeting was adjourned at 12:10 pm.

Gail Young, Secretary