



BIG SKY OWNERS ASSOCIATION

Board of Director's Meeting Minutes - January 19th, 2018

Big Sky Owners Association Board of Directors met on Friday, January 19th at 9:00 am at the Big Sky Owners Association office in Big Sky, Montana. Directors in attendance included: Gary Walton, Gail Young, Sharon Douglas, Grant Hilton, Michelle Frederick, Maggie Good, John Loomis, Eric Ossorio. On the phone was Kevin Frederick. Suzan Scott and Steve Anderson represented staff. Janet Storey was present to record minutes.

1. Membership Forum: Members in attendance: John Richardson, Al Malinowski

It was suggested by Gary Walton to allow 2 minutes to speak for each member during membership forum due to the number of items on the Board agenda; motion made by John Loomis; seconded by Maggie Good. Motion carried

2. Call to Order: Chair Gary Walton led the meeting which was called to order at 9:03 am.
3. December 15th, 2017 Meeting Minutes to be amended as follows: 1) Added to "Enclosed on page 95", needs "from the December Board Packet", 2) On page 8, it says a NC meeting was indicated. Correction: there was a report of the NC meeting and for details refer to the nominating committee meeting minutes in the Board Packet, 4) Correction: Change John Loomis as secretary, rather than Eric Ossorio.

Motion made by John Loomis to approve December 15th, 2017 Meeting Minutes as amended; seconded by Sharon Douglas. Motion carried unanimously.

4. Finance and Audit Committee

- A. 2017 Audit & 990: The 2017 audit was previously reviewed by Financial Committee and recommends approval of the Board. The auditor then reported that the Finance Committee had a high level of awareness of the BSOA finances, the audit was a clean unmodified opinion, the deficiency letter as stated is not unusual, and overall the audit went well and cash flow is solid.

Motion made by Grant Hilton to approve the audit; seconded by John Loomis. Motion passed unanimously.

- B. December Financials - Gail Young has an overview of the Financials. Discussion took place about transitioning to an easier format for financial statements and balance sheet. The Board agreed to use the simpler format. A question was raised about accrued sick and vacation time and how BSOA pays out unused sick leave. It was stated that most companies and organizations handle this by combining

- ii. Project Update
 - a. Ponds Project
 - 1. WSD Easement, Water Rights Purchase – It was mentioned that WSD will be sending a request for an easement agreement to BSOA. Staff has not yet received the agreement.
 - 2. Permitting Update – RESPEC continues to work on the Army Corp of Engineers 404 permit.
 - 3. Capital Expenditure Requirement – The Bylaws require that there be a membership vote on any capital expenditure totaling over 30% of the average annual budget for the previous 3 years. Also, a vote by membership approval requires that quorum first be established with 25% of members voting, then more than a majority of quorum must vote in favor of the expenditure.
 - 4. Special Assessment for Ponds Project - To assist with messaging for the Special Assessment vote for the Ponds Project, it was agreed that Michelle Frederick and Suzan work to hire PR services.
 - b. Crail Ranch Parking Update – It was reported that the parking lot is being plowed, an article about ski trail access and the additional parking has been sent out in the Newsletter, and discussion with LMR has also taken place. However, a ski trail to connect to Moose Loop has yet to be created.
 - c. Meadow Village Alternative Parking – The snowplow contractor has provided additional cross-country ski parking on Black Otter road by plowing further into each side of the road right of way so two-way traffic can continue on the road.
 - d. Little Coyote Culverts – Although funding for the repair of the culverts on LC Road was approved, it became too late in the season for a contractor to complete the project. Construction will commence this spring or summer.
 - e. Traffic Calming Study Update – Gary Walton presented an overview of a meeting with Sheriff Deputy Brandon Kelly and Fire Chief Bill Farhat. Neither supported the construction of a cul-de-sac that would divide and dead end Little Coyote Road. However, they suggested additional speed limit signs and a 15-mph speed limit from Hwy 64, past Meadow Village Center to the Community Park that included flashing pedestrian signs with several cross walks. Chief Farhat thought driver feedback signs are too expensive to maintain and believes there is no liability to the BSOA if there is no resolution to the reported speeding on LC Road. The next step is to conduct a public meeting for membership input from residents on and neighbors of LC Road.
- iii. Bylaws Review Subcommittee: Proposed Amendments – The Subcommittee reviewed the material prepared by Suzan with 14 potential amendments being considered. Next, each member of the Subcommittee will be assigned

- A. Executive Committee - None
 - B. Legal Committee - *LC Pond Water Rights, Bylaws: Capital Expenditures* - As reported by WGM, the amount BSOA has expended on the DNRC was discussed.
 - C. Nominations Committee - See above.
 - D. Bylaws Review Subcommittee - *December 19th Meeting* - See above.
 - E. BSCO - None
 - F. BSAC - A review of BSAC meetings occurred and an overview of retreat topics was presented.
8. Other - Rotary X-C Season Pass Donation - Rotary of Big Sky's fundraising auction is tonight and they have requested the Board provide 2 X-C season passes as a donation, like years prior.

Motion made by Maggie Good to donate 2 X-C season passes to Rotary for their auction; seconded by Sharon Douglas. Motion passed.

The Northwestern Energy's new substation proposed near Antler Ridge was also discussed. John Loomis bring updates to the next Board meeting and any further progress on this issue.

With no further business, the meeting was adjourned at 12:07 pm.



John Loomis, Secretary