



BIG SKY OWNERS ASSOCIATION

Board of Director's Meeting Minutes - May 19, 2017

Big Sky Owners Association Board of Directors met Friday, May 19, 2017 at 9 am at the Big Sky Owners Association office in Big Sky, Montana. Directors in attendance included: John Loomis, Gary Walton, Eric Ossorio and Gail Young. Kevin Frederick, Sharon Douglas and Barb Rooney were on the phone. Unable to attend were Grant Hilton and Maggie Good. Suzan Scott and Steve Anderson represented staff. Paula Alexander was present to record minutes. Peter Bing was present to observe.

1. Membership Forum: None
2. Call to Order: John Loomis called the meeting to order at 9:02 am.
3. Minutes: Minutes from April 21, 2017 will be edited before approval.
4. Finance and Audit Committee:
 - A. April Financials – Kevin Frederick presented the April financial statements. April finds us 58% of the way through the fiscal year. We are at 93% with snowplow expenses with a final payment yet to be made in May.
 - B. Accounts Receivables/ Assessment Correspondence – For outstanding dues, second notices were sent out and the next step would be interest charges followed by a lien. There were approximately 30 outstanding invoices. Outstanding dues past one year have all had a lien placed on them.

Gail Young questioned accrued vacation and sick leave expenses on the Statement of Conditions, expecting that they would have gone down with exiting staff paid out. It was noted that in the Budget vs. Actual, these expenses did go down by \$3,000. Staff will look into the Statement of Conditions for accuracy. Kevin noted that staff expenses are at 52%, which is low, but should be coming back up.

LMR ski pass income has yet to be received but should be in excess of \$9,000. Steve updated QuickBooks and got a fifth license for the new employee, spending \$3,100. Expenses for the Annual Meeting were questioned in that the budget delineated is for food and beverage, entertainment, and equipment rental. The traffic calming study for Little Coyote Road will cost approximately \$3,000 and will come out of the "Contingency" fund.
 - C. Lien Requests – None
 - D. Collection Requests – None
 - E. CD/CDAR Reinvested -Two CDARs are maturing and will be invested in consideration of the anticipated pond project expenses. Most funding will be needed in FY 2019 for construction and landscaping expenses. Staff also looked into the time

span of investment and the most interest earned, which is estimated to increase in FY 2018.

Motion made by Gary Walton to move money based on the spreadsheet as presented by Executive Director Suzan Scott; seconded by Gail Young. Motion unanimously carried.

- F. New Members List – Steve reported that when a deed comes in, staff will send out a welcome letter and ask for contact information so we can invoice the new member.

- 5. April Staff Report – Suzan reports that Staff is doing a great job and that a new Project Manager will be hired. Paula is organizing the Annual Meeting and has been reorganizing the office. Janet is very busy with Architectural Review.

- 6. Chairman’s Report
 - A. Old Business
 - i. BSOA Ponds Subcommittee Report:
 - a. DNRC Application Update – It was reported that we are still waiting to hear from DNRC in Helena for approval of the application, which will now include monitoring the inflow and outflow of water from Little Coyote Pond.
 - ii. Little Coyote Corridor Draft Committee Charter (BSCO & BSOA): Two notable changes were made since the last draft: 1) Signature page changed from President to Chair,
2) Two additional members were added to the Committee Structure: a Member-At-Large and a WSD representative; both are to be voting members of the Committee.

Motion to approve the charter on behalf of BSOA was made by Gary Walton; seconded by Gail Young. Motion unanimously carried.

- a. Project Timelines: A new timeline was presented with no further discussion.

- iii. Directors & Officers Insurance – Renewal Update: Staff is getting quotes from several different insurance companies. It seems that the same company BSOA used last year is going to come in with a good bid, hopefully lower than the past three years.

- iv. Annual Meeting Subcommittee Update
 - a. Time: September 1, 2017 @ 3:00 pm with Reception to follow.
 - b. Grant Hilton volunteered to do the Q & A unless someone else wants to. The Board supported Grant doing the Q & A.

B. New Business

- i. Approve FY 2018 Budget: Staff put together the draft budget, which was reviewed by the Finance Committee who recommended Board approval. Kevin noted that there will be no increase in assessments. A consideration was raised asking if we want to continue with Lone Mountain Ski Pass sales. Background: BSOA pays \$50,000 for this membership benefit and approximately \$1500 for advertising. We bring in about \$40,000 in season pass sales. Sales were down this year allegedly due to poor weather, not the increase in passes. It was established that a more defined agreement needs to be written into the contract with LMR in regards to sales at the LMR site. The Board agreed this program is valued by our members. Re: Annual BSCO donation. Some concern was expressed by the Executive and Finance Committee about the donation amount and its return and whether or not it should be a restricted donation. BSCO's budget and expenses were requested and presented to the Board for discussion. It was noted that BSOA members do receive benefit from trails and parks and it is an impactful organization in the community.

Motion made by Gail Young to have BSOA donate \$15,000 to Big Sky Community Organization; seconded by Eric Ossorio. Motion unanimously carried.

Re: Computer Reserve. A computer reserve was created four years ago putting approximately \$2000 per year into the fund. Three new computers and a server were purchased last year. Typically, servers need to be replaced every 4-5 years according to our IT firm. With this advice, Suzan recommends that the Board continues to allocate funding to this reserve the next several years.

Gail Young noted that the BSOA is a healthy organization financially but the Board needs to strategically plan for the next few years. Future anticipated expenses should be considered (i.e. Little Coyote Road Traffic situation, ponds' maintenance, etc.). The BSOA budget needs to reflect accurately and specifically how all money is allocated.

Gary Walton moves to adopt this draft budget; seconded by John Loomis. Motion unanimously carried.

*****Sharon Douglas left the call at 10:10 am*****

*****Barb Rooney left the call at 10:20*****

*****Steve Anderson left the call at 10:25 am*****

- 7. Committee Reports
 - A. Executive Committee – Missing Payroll Documents – Missing Payroll documents were not retrieved.
 - B. Legal Committee – Nothing to Report.

- C. Nominations Committee – During the recent NC meeting there was discussion that the Board consider term limits for Directors. It was noted that many not-for-profit organizations have term limits. There was some discussion as to the pros and cons of three three-year term limits and it was noted that an amendment to the Bylaws would be needed and other elements of the bylaws could be changed at the same time. There was general support for meeting to review term limits. John Loomis suggested the Board address this soon and proposed an early Board Meeting for June 1, 2017 at 11 am. Any pressing business can be added to this meeting or a supplemental meeting will be called if necessary. With general Board agreement for an early meeting, the June 16 Board Meeting was cancelled. It was noted that Maggie Good was appointed by the majority of the Board from an email vote to serve through the end of Kent Volosin’s term. The filing period where candidates can apply to serve on the Board was stated in the April newsletter and will be printed again in the May and June newsletter. (Filing Period: Monday, May 22 -- Monday, June 26, 2017.)
- D. BSCO – BSCO Board approved the joint committee charter a day previous.
- E. BSAC - New community signage and three final plans were approved. Neighbors now get 21 days notification for new build. Janet has been working with the fire chief to write fire pit standards, which will be brought to the Board after BSAC review.

8. Other – Big Sky Annual Weed Pull: June 27th, 2017.

Memo: Paula attended BSNRC and reported that several organizations are being asked to contribute \$500 for a total of \$2,500 that would then potentially be matched by County funds.

It was moved by Kevin Frederick to approve a donation of \$500 for recycling maintenance at the Big Sky site; seconded by Gary Walton. Motion unanimously approved.

In further discussion, the motion was contingent upon the other four organizations agreeing to contribute \$500 each, including Town Center. Suzan will call Ryan Hamilton at Town Center to discuss their contribution.

9. Meeting adjourned by John Loomis at 11:07 am.

The next BSOA Board Meeting is scheduled for June 1, 2017 at 11:00 AM at the BSOA Office.

Eric Ossorio, Secretary