



Big Sky Owners Association
Board of Directors Special Meeting - Monday, September 18th, 2017 - 3PM
BSOA Board Room

Agenda

<i>Agenda Item</i>	<i>Presenter</i>	<i>Action</i>
1. Membership Forum:		--
2. Call to Order	John Loomis, Chair	--
3. Chairman's Report	John Loomis, Chair	
A. Old Business		
i. Annual Meeting Update		
a. Election Results	Eric Ossorio, Secretary	Accept
b. Announcement to Membership		Approve
ii. Nominating Committee Recommendation – NC Member Appointment	Eric Ossorio, Director	Approve
4. Other –	John Loomis, Chair	--
5. Adjourn	John Loomis, Chair	--

BIG SKY OWNERS ASSOCIATION

Board of Director's Meeting Minutes – September 18th, 2017, Special Meeting

Big Sky Owners Association Board of Directors met on Tuesday, September 18th 2017 at 3:03 pm at the Big Sky Owners Association office in Big Sky, Montana. Directors in attendance included: John Loomis, Eric Ossorio, Maggie Good and Grant Hilton. On the phone: Kevin Frederick, Gary Walton, Sharon Douglas and Michelle Frederick. Suzan Scott represented staff and recorded minutes.

1. Membership Forum: None
2. Call to Order: Chairman John Loomis called the meeting to order at 8:03am.
3. Chairman's Report
 - B. Old Business
 - ii. Annual Meeting Update
 - a. Election Results: After Board Secretary, Eric Ossorio announced that he had verified the BSOA 2017 election results, the Board reviewed and discussed the results as presented. Since there were three separate elections on the ballot, Directors decided to confirm and approve each individual result independently.
 1. Board of Director Election:

Motion made by Grant Hilton to accept the election results for Board of Directors for FY 2018; seconded by Maggie Good. Michelle Frederick abstained from voting given the election results were not yet officially approved. Motion carried unanimously with Gary voting retroactively.

With that vote, a warm welcome was extended to the new BSOA Board of Director Michelle Frederick!

2. BSAC Member Elect Results:

Motion made by John Loomis to accept the election results for the BSAC member elects for FY 2018; seconded by Grant Hilton. Motion carried unanimously with Gary voting retroactively.

3. Bylaws Amendment Vote:

***** Gary Walton joined the meeting at 8:12 am *****

Motion made by Maggie Good to accept the 2017 BSOA Bylaws amendment vote; seconded by Grant Hilton. Motion carried unanimously.

- b. Announcement to Membership – After some discussion, the Board decided that the election results should be announced simultaneously on the BSOA website and newsletter and thereafter, the same announcement should be sent to the Explore Big Sky newspaper.
- ii. Nominating Committee Recommendation – NC Member Appointment – Reporting for the NC, Grant Hilton conveyed the NC discussions held at its September 8th meeting. With the discretion allowed in the Bylaws, the Committee discussed the number of member elects that would provide membership input and be a good balance for the BSOA nominating process. Also discussed were membership attributes the Committee should consider when selecting a nominee (i.e. understanding of the BSOA and the Big Sky Community; a variety of geographic representation within the BSOA jurisdiction; availability to attend meetings). The Committee then offered names, categorized the candidates into groups and selected which NC member should ask which candidate and in what order to make inquiries, to provide structure to the selection process if a candidate declined. Further, the names of two NC candidates that were later nominated outside the Committee process were added to group #2 since Committee members had already started making the candidate inquiries. With that, Grant reported the NC recommended Jack Luechtefeld and Kirk Dige as member appointees to the NC and for Board approval.

Motion made by Grant Hilton to approve Jack Luechtefeld and Kirk Dige as member appointees to the Nominating Committee for the remainder of the FY 2017; seconded by Eric Ossorio.

Further Board discussion was held regarding how many member appointees should be on the NC and whether two members would be enough for outside input. Under the premise that the Board would like more members involved, Sharon Douglas offered an amendment to Grant Hilton's motion to nominate Anne Marie Mistretta and Al Malinowski to the NC. Grant rejected the amendment offer and requested a vote on his original motion.

Motion passed with a majority vote from Grant Hilton, Eric Ossorio, Maggie Good, John Loomis and Gary Walton. Opposing the motion was Kevin Frederick, Sharon Douglas and Michelle Frederick.

Motion made by Kevin Frederick to nominate Anne Marie and Al Malinowski as member appointees to the Nominating Committee; seconded by Gary Walton.

With Board discussion, it was suggested that each nominee be voted on separately instead of a block vote.

Thereby, a restated motion was made by Kevin Frederick to nominate Al Malinowski as a member appointee to the Nominating Committee; seconded by Sharon Douglas. After some discussion, motion

failed with the majority vote coming from Gary Walton, Grant Hilton, Eric Ossorio, Maggie Good and John Loomis. Voting yes were Kevin Frederick, Michelle Frederick and Sharon Douglas.

Motion was then made by Kevin Frederick to nominate Anne Marie Mistretta as a member appointee to the Nominating Committee; seconded by Sharon Douglas. Motion passed with the majority vote coming from Kevin Frederick, Michelle Frederick, Gary Walton, Grant Hilton, and Sharon Douglas, with Maggie Good and John Loomis voting no and Eric Ossorio abstaining from the vote.

Noting the NC make up was now a committee of six, discussion was then held about the need for a tie breaking number of members on the Committee, thereby another motion was made.

Motion made by John Loomis to nominate Leslie Piercy as a member appointee to the Nominating Committee; seconded by Grant Hilton. Motion passed with the majority vote coming from Gary Walton, Grant Hilton, Maggie Good, John Loomis and Eric Ossorio. Voting no was Sharon Douglas and Michelle Frederick, with Kevin Frederick abstaining from the vote.

4. Other – It was suggested that a Board Committee be created in FY 2018 to update and amend the BSOA Bylaws and was agreed upon, in general.
5. There being no other business, the meeting was adjourned.



Eric Ossorio, Secretary