



BIG SKY OWNERS ASSOCIATION

Board of Director's Meeting Minutes – Friday, May 20, 2022 – 9:00 AM

Big Sky Owners Association Board of Directors met on Friday, May 20, 2022, at the Big Sky Owners Association office in Big Sky, Montana. Directors in attendance included Vice Chair Clay Lorinsky, and Kenny Holtz. Directors in virtual attendance included John Stowe, Maggie Good, and Eric Ossorio. Staff members in attendance included Emma Lawler, Suzan Scott, and Kyle Pomerence; Tammy Estensen attended virtually. Emma Lawler recorded minutes.

1. Call to Order: Vice Chair Clay Lorinsky called the meeting to order at 9:05 AM. Eric Ossorio took a moment of appreciation for the dedication and contributions that Gary Walton made to the BSOA Board and BSAC over the last eight years. Gary recently resigned from his BSOA position as a Board of Director.
2. Membership Forum: No members in attendance.
3. Meeting Minutes: Maggie Good suggested on page 2 (e) first line, remove the word "on.", acronyms throughout should be spelled out, and on page 4 vi., change language to state, "the BSOA will not allocate funds towards this effort until a complete proposal is submitted to the Board, with a majority of Cascade owners in support. If Cascade brings an acceptable proposal to the BSOA for the subdivision, the BSOA may provide administrative costs for legal review." On Page 4, iv. Clay Lorinsky added "request a copy of the deed restrictions for RiverView for the affordability portion of the project."

Suzan Scott brought up the possibility of recording the meetings which was discussed several years ago by the Board. Suzan believes it would improve the process of recording minutes and uphold accountability to the Board. Maggie Good would like to know what the Legal Committee thinks. Clay Lorinsky was in favor of meetings being recorded and mentioned that if recordings are disclosed, there is no legal issue. Kenny Holtz requested this agenda item be tabled until the next meeting.

Motion made by Kenny Holtz to approve the April 20th, 2022 Board Meeting Minutes as modified. Seconded by Maggie Good. Motion passed unanimously.

4. Finance and Audit Committee

April Financials: BSOA finances are in good standing. The IRS waived the penalty and interest fees from the 2019 and 2020 audit. The 2021 990 was submitted. Kyle Pomerence and Suzan are working on the FY23 annual budget. There is uncertainty about the cash flow for the ponds project. Staff is to move forward with the foreclosure on account #10511 for unpaid dues, as approved by the Board.



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- a. Receivables and Assessments: The BSOA has currently collected 99% of membership assessments for FY 22.

The Financial Report was accepted by the Board.

5. Chairman's Report

A. Old Business

i. Ponds Project:

a. Pond Project Update: Kenny Holtz went over the budget breakdown of the ponds project. The total cost of the project is \$1.6 million. There are \$525K of secured funds. When the construction bid comes back in June, the committee will have a more accurate cost estimate. Suzan Scott mentioned that there is \$100K of undesignated funds in in the Money Market account. Questions were received from Resort Tax regarding the Pond Project. In regard to fundraising for the Pond Project, Eric Ossorio mentioned that naming rights could present an opportunity to fundraise and transparency for both larger donations and naming rights should be had. Suzan Scott mentioned the 501(c)(3) now has an EIN number, is registered with the MT Secretary of State, and although the IRS application has yet to be filed, fundraising could start at any time.

b. Resort Tax Application Score Card: The Ponds application scored exceptionally high, 94 out of 100, with only 2 other applicants scoring as high. Resort Tax Board asked about a mechanism that will ensure public access to the Little Coyote Pond. Suzan brought up BSOA's 70-foot easement along the West Fork and LC Pond that goes from Two Moons to Little Coyote Bridge This easement should satisfy the request for public access.

c. Future Fisheries Grant Application: Suzan reported that decision was made to apply for this grant in November, during their second round of applications, based off of recommendations from FWP.

d. Chapel Partnership: Since April's Big Sky Chapel presentation to the Board, the Ponds Subcommittee is working with them to coordinate and partner with their parking lot expansion plans.



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e. GRTF Support Letter: The BSOA has yet to receive a letter of support from Gallatin River Task Force (GRTF). Per a conversation between WGM and Kristen Gardner, GRTF would like BSOA's consideration on several project items, including that the Silverbow pond be restored as an engineered wetland. The Ponds Subcommittee will engage further with GRTF. Kenny Holtz mentioned that the restoration of the Silverbow portion of the project could come as a second phase.

ii. Beehive Basin Road: A proposal, with options for driver feedback signs was presented to the Board.

Motion made by Kenny Holtz to approve a driver feedback sign as presented; staff will purchase one sign, one dolly, a chain, and a lock. Seconded by John Stowe. Motion passed unanimously.

iii. Nominating Committee Update: Seven applicants responded with Call to Service forms for two vacant Board positions. A complexity of appointees and candidates are being discussed by the NC, due to Gary Walton's recent resignation and the various Committee's he participated in. The Nominating Committee will be interviewing the candidates in the coming weeks and applicants will be notified of the necessary time commitment it takes to be a Board of Director.

B. New Business

i. Sustainability Processes: Kenny Holtz raised a concern that there were no Board-level conversations about the Riverview housing project letter to Gallatin County Planning Board, that represented the BSOA Board. He asked that the Sustainability Committee (SC) follow up with position papers, as previously discussed, and to further define Committee processes when engaging with a third party. It was agreed that if a letter is sent, it should be signed by the Committee Chair, along with notice to the Board and for the SC to provide position papers and its processes to the Board at the next meeting. It was noted that the purpose of the Committee Charter is to allow the SC to be nimble and able to respond quickly to short-notice issues... Eric Ossorio welcomed Board members to recommend issues they see important to sustainable development in Big Sky.



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ii. New Scanner: To prevent loss from a fire, the need to digitize large hard copy architectural files in the office was discussed. Clay Lorinsky suggested that this issue be tabled and asked Staff to present a proposal and analysis to the Board at the June Board meeting.

6. Committee Reports

A. Executive Committee – No report given.

B. Legal Committee –

Lawsuits are moving forward. The opposing parties have sought to request remediation. Maggie asked if the Board could have a more thorough update. Clay pointed out there no updates to be provided until dispositions are put forth. C. Nominating Committee – No further report was given.

D. Strategic Planning Subcommittee – No report given.

E. BSAC –It is the busy season; many projects and approvals are moving forward with review. The former BSAC chair will be sorely missed.

F. BSOA Advisory Committee – No report given.

G. BSCO Trails – No report given.

H. Ponds Subcommittee – No further report was provided.

I. Sustainability Subcommittee – No further report was provided.

7. Adjourn

Clay Lorinsky made a motion to adjourn the meeting at 10:53 AM. Seconded by Eric Ossorio. Motion passed unanimously.

John Stowe, Secretary