



# BIG SKY OWNERS ASSOCIATION

## Board of Director's Meeting Minutes – Friday, July 19, 2024 – 9:00 AM

The Big Sky Owners Association Board of Directors met on Friday, July 19, 2024, at the Big Sky Owners Association office in Big Sky, Montana. Directors in attendance included Chair Clay Lorinsky, Maggie Good, Vanessa McGuire, George Mueller, Kenny Holtz. Director Will Brenneke and Walt Andrews attended virtually. Staff members in attendance were Suzan Scott, Amy Wiezalis, and Emma Lawler. BSOA member volunteer Ernie Chappell. Emma Lawler recorded the minutes.

1. Call to Order: Chair Clay Lorinsky called the meeting to order at 9:05 AM.
2. Membership Forum: No members were in attendance to make a comment.
3. June 21 Meeting Minutes:

**Motion made by Kenny Holtz to approve the June meeting minutes; seconded by Maggie Good. Motion passed unanimously.**

4. Finance and Audit Committee:
  - A. June Financials: The BSOA's financials are in good standing and there is an anticipated positive bottom line at the end of the fiscal year. Treasury bills continue to roll over as needed and yield interest.

**Motion made by Kenny Holtz to accept the June financial report; seconded by Vanessa McGuire. Motion passed unanimously.**

5. Staff Report – June/July: Staff completed the Annual Meeting ballot packet. Electronic voting was set up through the new BSOA membership platform. No further comment was made on the staff report.
6. Chairman's Report
  - A. Old Business
    - i. Ponds Project Updates:
      - a. Pond Construction
        - i. Punchlist Status Report: The list of items for final adjustments to the pond and restoration site have been mostly completed. The perimeter trail will be finished by the end of July.
        - ii. Structural Engineer Bid: The bid from Morrison-Maierle (M-M) will be awarded to create a shovel-ready plan set for the retaining wall and structure foundation.
        - iii. Architect/Geotech: It was highly recommended by M-M that a geotechnical report be conducted to ensure the stability of the soils and other variables for the structure foundation. There was a question



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about whether an architect needs to be brought on and, while it would be ideal, is not necessary. Michelle Horning will connect with her contacts and see if an architect would donate their time to produce a plan for the ten by fifteen-foot structure.

- ii. Traffic Mitigation Efforts Updates
  - a. LC Road Speed Tables Donations: Benefit Big Sky received less than \$900 in donations towards the project so far. Data that compared traffic volume from the previous summer during TIGER grant work and this summer was presented, indicating significantly higher traffic volumes from the previous summer.
  - b. Alternative to Current Plan: Staff was asked to see if two speed tables were feasible, rather than the three, to bridge the funding gap. The contractor estimated one less speed table would save \$15,000 to \$20,000, as the cost for mobilization and other items would remain about the same. The Board continues to want to see buy-in from Little Coyote residents, as they will benefit most from the project. As a potential funding source, the \$50,000 voluntary contribution for traffic mitigation intended for the new multi-family development in Meadow Village was mentioned. It was suggested that the Board throw in another \$10,000 from the funding source and staff should attempt to raise \$5,000 from those residents to close the gap. The deadline to sign the BSRAD contract is August 6<sup>th</sup>, so this needs to be done within two weeks after the July Board meeting. If this can be achieved, the Board felt comfortable with moving forward with the full contract with construction starting at the end of summer.
  - c. BSRAD Letter: If only two speed tables are to be constructed, staff will need to draft a letter to Resort Tax to notify their board of a change in the project and get their board's approval.
- iii. BBS Updates
  - a. Fundraising Efforts
    - i. Pond Naming Rights Funds: Details were updated, and no further comments were made.
    - ii. SoKind Registry/Card: The registry and donation card have been completed by the BBS Board and staff.
    - iii. Director Outreach Letters: The personalized donation letter for the Restoration Project was completed and sent out by several Board members. No further comment was made.



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- iv. Old Joe Rope Tow: The Legal Committee sought a second opinion from outside legal counsel, and it was determined that there is no easement along the property in question, that the owner's landscape plan was approved in 2005, and is in compliance. Old Joe Rope Tow is not in the Cascade covenants; however, it was mentioned Boyne promised the ski-in ski-out to those property owners. A meeting with the property owners of Lot 40 and a Big Sky Resort representative has been requested and may occur in the coming weeks. The BSOA will continue to assume the role as a mediator.
  - v. Annual Meeting Update: Planning and organization of the event continues, and all is according to plan thus far. To lower costs for the annual meeting reception, light appetizers, beer, and wine will be served to members with a name tag. There was no further discussion.
- B. New Business
- i. Candidate Withdrawal: The Board was notified that Clay Lorinsky will withdraw his Board candidacy for the coming year.
  - ii. Date of Record: The Date of Record must be approved by the Board and shall be no later than thirty days before the Annual Meeting. Notices of suspension of voting privileges to non-compliant owners have already been sent out and those members could appeal their suspension of privileges and be heard by the Board at today's meeting.

**Motion made by Maggie Good to approve July 19th as the Date of Record; seconded by George Mueller. Motion passed unanimously.**

- iii. Review Conflict of Interest Resolution: Chair Clay Lorinsky mentioned that Board members need to review the Conflict of Interest policy, which has been included in the Board Packet and should be aware of any conflicts they may have on an issue the Board is voting on.
- iv. Committee Letters: Chair Lorinsky reminded the Board that letters to external entities sent from various BSOA committees should be reviewed by each Committee Chair and the Board, before being sent out.
- v. Director Attendance: It was mentioned that the BSOA Bylaws state if a Director misses three meetings in a row, a discussion by the Board may occur to decide if that Director should resign, as each Board member is expected to contribute their expertise and participate in meetings and BSOA efforts. After consideration, Will Brennecke decided to resign, effective immediately. The Board discussed appointing a member to fill this open Director seat through the remainder of the fiscal year, September 30th. Additionally, staff will change the election ballot to have three open Board seats, rather than two, for



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which a member is to be elected in the coming year. A BSAC member volunteer also resigned, and it was noted the Board should fill this vacant seat until the end of the fiscal year.

**Motion made by Maggie Good to appoint Ernie Chappell to the BSOA Board for the remainder of the fiscal year; seconded by Kenny Holtz. Motion passed unanimously.**

**Motion made by Maggie Good to appoint Dave McCaffrey to replace Stacy Ossorio's one-year Board appointment, which ends with the fiscal year, on September 30th.**

**Motion passed unanimously.**

### 7. Standing Committee Reports

- A. Executive Committee - No Meeting: No further comment was made.
- B. Legal Committee - Meeting - 06/09/24: *Old Joe Rope Tow, Bear Back Properties, Audit Response; LC Charter, Contract Review - 1) Timberline 2) Morrison Maierle 3) Shedhorn 4) Hammond Snowplow: All contracts were approved; 5) Dull Knife Trail Lease: Because of the complexity of the issue, the agreement was sent to outside legal counsel; Rainham: Mediation is set for Sept 4, Kilbourn Compliance, Docs vs. BSOA; the deadline has passed for the owner to bring the property back into compliance; Building Envelope Changes in Cascade, Rogers Crain Easement.*
- C. Nominating Committee - No Meeting
- D. BSAC - Meetings - 07/11/24; 07/18/24: *Wood-burning fireplace policy; Staff is researching and drafting a report on outdoor woodburning fireplaces. Building Envelope Changes in Cascade: A policy is being drafted for changing the building envelope in the Cascade to provide guidelines on envelope modifications.*
- E. Ponds Subcommittee - Meeting - 06/27/24: *Pond Construction, Summer Maintenance, Phase II*
- F. Sustainability Committee - Meeting - 07/09/24: *Best Practices, Home Insurance (Fire Prevention), Public Comments - TC Development, Envision Gallatin*
- G. Wellness District - Meeting - 07/18/24: *The coalition's attorney is drafting the lawsuit; it was determined that there were enough signatures. The County will either accept the signatures or the coalition will be going to trial.*
- H. Benefit Big Sky (BBS) - Meeting - 07/11/24: *Fundraising Strategies/Efforts, Registry, Outreach*

### 8. Adjourn: Meeting adjourned at 10:44 AM.

Other: Next Board Meeting - August 16, 2024

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George Mueller, Secretary