



# BIG SKY OWNERS ASSOCIATION

## Board of Director's Meeting Minutes - April 21, 2017

Big Sky Owners Association Board of Directors met Friday, April 21, 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 Grant Hilton. On the phone were Kevin Frederick and Gail Young. Suzan Scott and Steve Anderson represented staff. Paula Alexander was present to record minutes.

1. Membership Forum: Little Coyote Road Speeding/Traffic; Detour for New Traffic Light near Town Center. Membership present: Ken Feldberg, Debra Deeds, Kevin Daley.
  - a. Suzan introduced Ken and reported that there are continued complaints of speeding and excess traffic on Little Coyote Road. Membership is attending to speak to the Board about the issue so solutions can be considered. Ken reported repeated incidents of speeding and estimated speeds as high as 50 miles per hour. He also noted that Little Coyote Road is being used as a thoroughfare and could potentially increase once the new traffic light on the Spur Road is installed. Ken proposed 4 stop signs and their proposed placement to act as a deterrent. He reported that Sargent Kelly at the Sheriff's department is supportive but that there is not enough manpower for consistent enforcement. After some discussion, the Board believed that the most effective pathway would be hire a consultant to conduct a traffic calming study, which would also provide professional recommendations on how best to enforce it.

Kevin Frederick volunteered to be involved with this issue. It was agreed there is urgency for resolution and that the Board would oversee this issue with the assistance of the BSAC. Staff will start to work on this, researching how much a consultant would cost, who has the authority to put stop sign(s) in, if county approval is needed and how would it be enforced to ensure efficacy to any actions taken.

\*\*\*\*\*Members left the meeting at 9:26 am.\*\*\*\*\*

**Motion made by Eric Ossorio to investigate traffic on Little Coyote Road with urgency to find a long-term solution; seconded by John Loomis. Motion unanimously carried.**

2. Call to Order: John Loomis called the meeting to order at 9:30 am.
3. Minutes:  
**Motion made by Gary Walton to approve March 21, 2017 minutes; seconded by Grant Hilton. Motion unanimously carried.**

4. Finance and Audit Committee:

A. March Financials – Kevin Frederick presented the March financial statements.

Noted was that BSOA received more than 100% of the assessment income, total expenses are adequately reflected, there aren't any checks that are out of the ordinary and LMR still needs to pass on approximately \$10,000 from their collected income. There was discussion about a decrease in ski pass income this year due to warmer weather in Feb., and it was suggested that the BSOA/LMR contract create an impetus for improved sales at the LMR site.

Suzan added that the \$2000 check to Bill Hansen in Miscellaneous would come off the books next month as that service was not approved and the check was not sent.

B. Accounts Receivables/Assessment Correspondence – For outstanding dues, second notices have gone out and next will be a letter cautioning an impending lien.

There is a CD that is maturing in May. Staff will research interest rates to get the best possible rate of investment but a shorter time period will be considered to accommodate the ponds construction expenses that will be expended in fall of 2018. Steve noted ponds and construction expenses on page 47 and 48.

Re: Ponds reserve: There is \$500,000 that is stated in Replacement Funds in the audit that indicates the pond's project is underfunded. It was stated that there is no point in it being underfunded and noted that this would be looked into in the future.

Regarding credit card charges, there is nothing of concern.

C. Lien Requests – None

D. Collection Requests – None

E. Membership – None

\*\*\*\*\* Steve Anderson left the meeting at 9:58 am. \*\*\*\*\*

5. April Staff Report – Suzan presented the hiring of a part time Project Manager. Five years ago there were 157 combined staff hours work per week and currently it is at 111. With the many projects underway, staff hours are filled up and not available for the project work. Hiring a Project Manager would bring staff expenses in line with FY 2017 expenses. The staff restructuring has Paula now doing compliance, Steve is working on our membership database to make this more accessible and efficient, which will benefit staff in the long-term.

6. Chairman's Report

A. Old Business

i. BSOA Ponds Subcommittee Report:

- a. DNRC Application Update – Karl Uhlig received a letter requesting edits to the application, re: water diverted from the stream to the pond needs to be measure so that the amount of water taken does not exceed the allotted amount allowed in the water rights.

- b. To-Date Ponds Expense Report: Nothing to report.
- ii. Little Coyote Corridor Draft Committee Charter (BSCO & BSOA): The draft joint committee charter was presented and discussed. The Board agreed on two changes: 1) Since our engineer determined there should be no damage to the bridge abutments from the ponds construction, language needs to represent this. 2) The original language that requires a Committee vote on the position of Committee Chair needs to remain as stated.
- iii. Nominating Procedures Update from March 17, 2017 Meeting:  
Kent Volosin's recent resignation leaves a vacancy on the Board of Directors. The Board decided that an appointment should be made to fill this position. The appointment would go through the end of the fiscal year (5-6 months) and then the incumbent would be required to run if they chose to continue on the Board. It was also announced that after discussion and agreement of the Nominating Committee, acting Chair Eric Ossorio spoke to Maggie Good to determine her interest as an appointee. That being confirmed, Eric felt that she would be a great addition to the Board. She is a long-term BSOA property owner with two lots in Cascade. She is enthusiastic, willing and understands the parameters of the position. She currently lives in PA and is planning to reside to Big Sky. The question was asked if there were any other candidates. There being none, Staff was directed to send Maggie the to-be-approved *Board and Committee Call to Service* forms. Once the forms are filled out, submitted and reviewed, the Board will vote on the appointment. An email vote was discussed and Ok'd.  
Directors then reviewed previously submitted nominating procedural documents. A few comments were received from Directors since the April Board Meeting and incorporated into the two Call for Service documents.

**Motion made by Gary Walton to instigate Directors' Call to Board Service with Maggie Good; seconded by John Loomis. Motion unanimously carried. Motion passed.**

It was discussed that the Bylaws do not require nine directors but to achieve quorum each month the Board felt it is best to engage this number of directors.

**Motion made by Gary Walton to approve the Nominating Committee Charter as stated; seconded by Grant Hilton. Motion unanimously carried.**

B. New Business

- i. Directors & Officers Insurance – Renewal & Reporting: Board discussion was held regarding the following: If a claim was made entailing a grievance and retaliation during the current policy coverage but was not acknowledged on the new policy, BSOA would NOT be covered. It was noted that ALL claims must be disclosed.

The current policy is to be renewed by June 30. Staff will look into policy rates and Gary would like to review the final policy.

- ii. Annual Meeting Update –
  - a. Annual Meeting is confirmed at Big Sky Resort for Friday, September 1.
  - b. AME Subcommittee Meeting scheduled for May 2 at 10:00

7. Committee Reports

- A. Executive Committee – Missing Payroll Documents – Project Manager: Kevin will call to follow up with the former employee who may have inadvertently taken them. New Office Computer/Monitor – Approved to be purchased for Reception/Paula New Hire – See Staff Report.
- B. Legal Committee – Nothing to Report.
- C. Nominations Committee – See Nominating Procedures Update under Old Business/Chairman’s Report.
- D. BSCO – Nothing to Report (No April Meeting)
- E. BSAC – There have been two meetings, four alterations. The meetings take 2 ½ - 3 hours and are fairly active. There have been some signage compliance issues. BSAC is busier this year with quite a few new members and growth and development.

8. Other – Nothing to Report

9. Meeting adjourned by John Loomis at 11:22 am.

The next BSOA Board Meeting is scheduled for May 19, 2017 at 9:00 AM at the BSOA Office.

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Eric Ossorio, Secretary