



BIG SKY OWNERS ASSOCIATION

Board of Director's Meeting Minutes – Friday, October 18, 2024 – 9:00 AM

The Big Sky Owners Association Board of Directors met on Friday, October 18, 2024, at the Big Sky Owners Association office in Big Sky, Montana. Directors in attendance included Les Hopper, Morgan Brooke, Kenny Holtz, and Barbara Rowley. Directors attending virtually included Chair Maggie Good, Vanessa McGuire, George Mueller, Michelle Horning, and Walt Andrews. Staff in attendance included Suzan Scott.

1. Call to Order: Chair Maggie Good called the meeting to order at 9:06 AM.
2. Membership Forum: No members were in attendance to make a comment.
3. September 20 Meeting Minutes:

Motion made by Maggie Good to approve the September 20 meeting minutes; seconded by Kenny Holtz. Motion passed unanimously.

4. Finance and Audit Committee:
 - A. September Financials: The BSOA financials continue to be in good standing. There will be a positive net income for the end of the fiscal year. There were large maturities coming from treasury bills and it was recommended that the money be reinvested for another three to six months. Chair Maggie Good pointed out that the accounts receivable is less than the doubtful accounts, so staff will look into this minor issue. Maggie also asked the Finance Committee to find out how much the BSOA needs in operating revenue to not have to increase dues.

Motion made by Barb Rowley that the \$300,000 be reinvested in a treasury bill for three to six months; seconded by Kenny Holtz. Motion passed unanimously.

5. Staff Report – September/October: Suzan Scott reported that she has been interviewing candidates for the open position and is hopeful to fill the vacancy in the coming weeks. Emma is presenting at Mountain Towns 2030, a sustainability conference in Jackson, Wyoming, who will provide a report to the Board on the conference.
6. Chairman's Report
 - A. Old Business
 - i. Pond Project Updates
 - a. Construction Status: Geotechnical testing was completed a few weeks ago at the south end of the site. This report will allow the engineering of the pond "cabin" to be completed. Kenny Holtz worked with Kyle Pomerence to update the sources and uses spreadsheet to better understand where the financing of the project stands. The project is underfunded by about



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\$300,000. Kenny explained that additional future costs from the Benefit Big Sky registry for donors to dedicate benches, chairs, and picnic tables will need to be fine-tuned with that Board. Construction work on the dock pilings should commence in November.

- ii. LC Traffic Mitigation Updates: The Board gave feedback on the speed tables post-construction. They have been effective in calming traffic and because of the road closure during construction, it has deterred most through-traffic from using the road as a cut-through street. Barbara Rowley asked if the BSOA has a presence at meetings with State representatives regarding Highway 64, which the BSOA generally does and has weighed in on the optimization plan that MDT put together this year.
 - a. Stahley Contract Amendment: Staff met with the engineers to sign off on the completion of the speed tables. There was some additional permitting work, location changes, contractor procurement, and a final walk-through that required an additional \$3,000 in the contract amendment. The contract amendment highlights additional scope since the project was prolonged due to multiple bid-letting periods and difficulty obtaining a contractor.

Motion made by George Mueller to pay the additional \$3000 to Stahly; seconded by Morgan Brooke. Motion passed unanimously.

- iii. BBS Updates
 - a. Fundraising Strategies: The BBS Board met with a major donor regarding naming rights. The donor has almost finalized the logo to be placed on a sign and displayed prominently at a location yet to be determined. A story board regarding Pond's new name will also be installed. BBS is also working with EBS Town Crier for a press release to be published about the naming right donor and the project. It was suggested that a naming policy be created for future philanthropic efforts to establish set guidelines. Barb Rowley will forward a sample policy for the BBS to review.
- iv. Membership Survey – FY25 Programs and Projects: The Board was asked to provide input on proposed special projects for the next few years; proposed project that are not included on the current strategic plan. There was input from Chair Maggie Good to move forward with the Global RID project, especially after the BSOA spent money on road maintenance on Heavy Runner Road. A reserve study was also suggested. New Board members will be sent the results of the preliminary survey and the draft of the second



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survey. It was discussed that the questions should be narrowed down to specific efforts and meaningful questions should be asked to help guide the Board concerning future projects. Also discussed was the long-standing question of whether the BSOA sticks to the basic functions of an HOA or takes a leadership role in partnership with other organizations in the community concerning the governance of Big Sky given BSOA's large number of members. It was decided that the Strategic Planning Sub-Committee further weigh in on the planning process for the coming years and revise the draft survey with neutral questions. Board members were encouraged to participate in that meeting.

- v. Noxious Weed Spray Update: The Board allocated \$10,000 for noxious weed mitigation on BSOA open space last fiscal year. There were differing opinions among multiple contractors as to the timing of herbicide application. It was relayed to staff that the most effective window will occur in the spring. An experienced contractor from Big Sky will schedule a site visit and provide a quote to staff.

B. New Business

- i. Dull Knife Trail Agreement: Initiated by BSOA, a partnership has been formed with BSCO to develop a multi-use trail on BSOA open space, which would also expand BSCO's trail network. The trail would provide connectivity from the Community Park to the old Reflector Trail. BSOA's attorney looked at the lease agreement and suggested a few changes to the document. The agreement will now be sent to BSCO for their review before BSOA Board approval.
- ii. Morrison Maierle (M-M) Contract - Structural Engineering for Pond Building: There were minor changes to the contract including dates and payment timing. Those changes will be sent to M-M and then signed by both the BSOA and an M-M representative upon acceptance. It was also noted that all references to the building should be changed from "shack" to "cabin."

Motion made by George Mueller to approve the Morrison Maierle contract for structural engineering of the Pond project structure; seconded by Morgan Brooke. Motion passed unanimously.

- iii. Executive Session Structure: It was suggested that there be an Executive Session after every Board meeting, excluding staff and members for Board discussion about anything that might be of issue or a topic to be raised. Succession of the executive director would be one topic to be discussed. It was brought to the attention of the Board that while in executive session, only



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certain topics can be discussed, per the Bylaws. Opening meeting requirements were also addressed, along with the presence of the ED. It was noted that Directors are not expected to be aware of all BSOA rules, regulations, and requirements and therefore, including the ED may be helpful in this regard. This was otherwise vetoed, and the LC was asked to interpret the Bylaw language as it pertains to executive session. Also proposed was that the Vice Chair would become the Chair in the next fiscal year, but the Board felt that leadership succession would come naturally year to year and therefore a policy would not be necessary.

7. Standing Committee Reports

- A. Executive Committee - Meeting - 10/04/24: *The EC met to begin the discussion of succession of the Executive Director and the process going forward. Chair Maggie Good is gathering all hiring materials and necessary information to begin the search for an incoming ED. A search committee was suggested. It was announced that a staff member will be moving out of the unit #17 condo and no plan has yet been established as to what the Board should do with the unit.*
- B. Legal Committee - TBD - Rainham: *the lawsuit is settled, Docs/Kilbourn: new legal counsel was obtained, and they will start bringing the property back into compliance; Old Joe Rope Tow: the dispute is now between Boyne and the landowner to work out an agreement.*
- C. Nominating Committee - No Meeting
- D. BSAC - Meeting - 10/03/24: *No further comment was made.*
- E. Ponds Subcommittee - No Meeting
- F. Sustainability Committee - No Meeting
- G. Wellness District - No Meeting
- H. Benefit Big Sky (BBS) - No further comment.
- I. Strategic Planning Subcommittee - No Meeting

- Other:
- a. Conflict of Interest Disclosure Forms: Suzan will send the COI forms, which is a requirement each year for staff, volunteers, and Board members to fill out.
 - b. Density Concerns in Big Sky: A member expressed concerns about the growth and density in Big Sky and if there is BSOA involvement in the development of the community. The member was encouraged to participate in the Sustainability Committee and continue to engage with the BSOA on these issues.



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c. Sidewalks for Cascade Residents: There are pedestrian safety concerns in the Cascade neighborhood that was conveyed by a resident and suggested that the feasibility of road safety be addressed in the Mountain Village area and adjacent neighborhoods.

Next Board Meeting – November 15, 2024

8. Adjourn: Board Meeting adjourned at 10:52 AM

Walt Andrews, Secretary