



BIG * SKY
CHAMBER OF COMMERCE
CONVENTION & VISITORS BUREAU

Agenda

Board of Directors

Big Sky Chamber of Commerce

55 Lone Mountain Trail | Big Sky, Montana 59716

406-995-3000

9:00 AM

August 4, 2015

www.bigskychamber.com

- I. Call to Order Regular Public Meeting
- II. Public Comment
- III. VBS Liaison Report

<u>Action Items</u>	<u>Responsibility</u>
IV. Approve Minutes	DOC
V. Approve July and August 2015 Financials	Paul
VI. Approve record Retention Policy	Kitty
VII. Approve Whistle Blower Policy	Kitty

Staff Reports

VIII. Business Expo	Kitty/Shannon
IX. Membership Report	Shannon
X. Golf Tournament Report	Shannon
XI. Visitor Center Report	Marci
XII. Misc. Chamber Events	Kitty

Parking Lot

Tourism Master Plan

Important Dates

Golf Tournament	September 11
Business Expo	October 6
Great Pumpkin Giveaway	October 24
Holiday Light Installation	November 16

Adjourn



BIG * SKY
CHAMBER OF COMMERCE
CONVENTION & VISITORS BUREAU

Meeting Minutes

Big Sky Chapel

Big Sky, Montana 59716

406-995-3000

August 4, 2015

www.bigskychamber.com

Call to Order: 9:08 a.m.

Public Comment: No Public Comment

Present: Brandon Bang, Bill Simpkins, Paul Robertson, Sarah Griffiths, Kevin Germain, David O'Connor, and Shawna Winter

Absent: No absences, all members present

ACTION ITEMS

Approval of Minutes

- A motion to approve the July minutes was made by Sarah Griffiths and seconded by Shawna Winter. With all in favor, the motion passed and the July minutes were approved.

VBS Liaison Report

Kitty Clemens, Executive Director

- Visit Big Sky has not yet had their August board meeting. Therefore, there is nothing new to report.

Appointment of Treasurer

David O'Connor, Board President

- Kitty spoke with Paul at length about the position of treasurer. Paul agreed to accept. The motion to appointment Paul as treasurer was made by Sarah and seconded by Bill Simpkins. David wanted to thank Paul publically for volunteering to join the Chamber Board as Treasurer.

Executive Session Matters Related to Real Estate (Private Information)

Chamber Board of Directors & Kitty Clemens, Executive Director

- At 9:13 a.m. a motion was made to enter Executive Session by Sarah Griffiths and seconded by Brandon Bang
- Before entering Executive Session, Kristen Brown, legal counsel for the Big Sky Chamber of Commerce, asked that the agenda be changed to state: Executive Session Matters Related to **Real Estate (Private Information)**. This change makes it clear why the board is entering into Executive Session at today's meeting.
- Sarah withdrew her motion to go into Executive Session and discussion by the board and counsel followed.
- Sarah made a motion to amend the agenda to add the words "Private Information" in parentheses after Real Estate. Brandon seconded the motion.
- David wanted to make two important clarifications on the issue of Executive Session to discuss real estate. His first question as a point of clarification was posed to Shawna Winter: "Is it explicit in our contract that we keep this confidential?" Shawna responded: Ethically, we should not be disclosing the information. Disclosing this information could affect the seller.
- David's second clarification: The Chamber is operating under the assumption that this is very sensitive seller's information and David is very concerned with protecting the seller's confidentially.
- David asked: Are there any ramifications for having any non-board members, such as a realtor, come into exe session? Kristen Brown answered that a board is entitled to rely on expert advice, which would include advice from a realtor.
- The Board asked Kristen Brown for legal advice related to the use of Executive Session, including David's clarifications and question, above, which legal advice was given in the presence of the Board and Marci.

At 9:17 a.m. a motion was made by Sarah Griffiths to go into executive session. The motion was seconded by Shawna. With all in favor, the Chamber Board of Directors went into Executive Session and remained in Executive Session until 11:15 a.m.

- Kevin made a motion to terminate the buy/sell agreement on the Parsch property based on the due diligence to date. The motion was seconded by Sarah Griffiths. Discussion followed.
- Shawna requested that we speak with our attorney to have some language created on due diligence.
- Shawna stated: The Chamber is happy and willing to give an inspection on the property.
- The Chamber Board does not want to give the seller the inspection with the notice.
- The Chamber Board voted individually on the motion made by Kevin Germain and seconded by Sarah Griffith to terminate the buy/sell agreement on the Parsch property based on the due diligence to date. Each board member voted: Sarah Griffith: Aye; Brandon Bang: Aye; Kevin Germain: Aye; Shawna Winter: Aye, Bill Simpkins: Aye, and David O'Connor: Aye. With all in favor the motion carries unanimously.
- David did want to mention this vote just means the current offer is out and does not mean there will not be other options in the future.

INFORMATION ITEMS

Visitor Center Report

Marci Lewandowski, Visitor Services Manager

- A mid-grant cycle report was created including: top 10 states, top requests, and a lodging report
- Top 10 states in descending order (this includes Canada): Minnesota, Montana, California, Canada, Texas, Washington, Georgia, Illinois, Florida, and Ohio.
- Top requests currently at the visitor center include: Directions: 29%, Hiking: 20%, Yellowstone National Park: 13%, Dining: 10%, Tram Tour: 6%, Ziplining: 5%, Rafting: 5%, Lodging: 4%, Fishing: 3%, Horseback Riding: 3%, and Other: 2%
- A lodging report was also given. We noticed that 53% of visitors responded they were staying in Big Sky in the months of June and July with 47% reported staying elsewhere including Bozeman, West Yellowstone or passing through to another destination. However, we noted that from the Friday before Memorial Day until May 31, only 34% of visitors mentioned they were staying in Big Sky. This information will be important for lodging providers looking to increase their May lodging rates.
- The summer leads were discussed. Since mid-May, there were 926 leads, averaging 85 leads per week. This is up from the previous year of 35 leads per week.

Misc. Chamber Events

Kitty Clemens, Executive Director

- Currently, the Chamber is under budget for 2015 year end. The number will be adjusted as we write off outstanding debt in memberships and depreciated fixed assets.
- Sarah asked: What is the \$236,000 number figure in the budget? Kitty responded: It is the Chamber's rollover for housing and the transfer for burying the utilities cost as part of the Resort Tax application.
- Kitty mentioned the Chamber does need to find a way to keep the Chamber's location on the highway. She mentioned the visitor numbers on the highway compared to the previous location are much higher and notes the Chamber serves thousands more visitors at its current location than its West Fork Meadows location. David O'Connor agreed.
- David noted that another option for the rollover housing and transfer for burying the utilities is to take some of that money and apply it to the Chamber's operations.
- Kitty noted the Chamber has reduced its administrative budget requests to Resort Tax each year. More funds are directed to specific programs and servicing a greater number of visitors.
- Kitty announced the Golf Tournament is coming up on Friday, September 11. Shannon is currently away on his honeymoon and will be returning shortly. The Chamber will be rocking and rolling on the golf tournament as soon as he returns. Sarah noted the Yellowstone Club does have a team and might have another. Kitty encouraged the Chamber board members to sign up teams.

Adjourn

- A motion to adjourn was made by Paul Robertson and seconded by Shawna Winter. With all in favor, the meeting adjourned at 11:37 a.m.

Respectfully submitted,
Marci Lewandowski
Visitor Services Manager
Big Sky Chamber of Commerce

3:57 PM
08/07/15
Accrual Basis

Big Sky Chamber of Commerce
Balance Sheet
As of July 31, 2015

	<u>Jul 31, 15</u>
ASSETS	
Current Assets	
Checking/Savings	
FSB- RESTRICTED- Maint.	21,009.65
Grant Match Fund	38,825.00
BSW/ - Operating	<u>26,247.74</u>
Total Checking/Savings	86,082.39
Accounts Receivable	
Accounts Receivable	<u>14,191.37</u>
Total Accounts Receivable	14,191.37
Other Current Assets	
Visit Big Sky/ New Organizati...	<u>10,969.23</u>
Total Other Current Assets	<u>10,969.23</u>
Total Current Assets	111,242.99
Fixed Assets	
Accumulated Depreciation	-85,022.00
Building - Information Center	200,000.00
Earnest Money/ New Building	10,000.00
Equipment	<u>27,617.55</u>
Total Fixed Assets	<u>152,595.55</u>
TOTAL ASSETS	<u><u>263,838.54</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	<u>620.80</u>
Total Accounts Payable	620.80
Credit Cards	
Staples/ Credit Card	<u>80.53</u>
Total Credit Cards	80.53
Other Current Liabilities	
Payroll Liabilities	4,456.63
Simple IRA Payable	<u>1,179.30</u>
Total Other Current Liabilities	<u>5,635.93</u>
Total Current Liabilities	6,337.26
Long Term Liabilities	
Consolidated Loan	<u>36,709.64</u>
Total Long Term Liabilities	<u>36,709.64</u>
Total Liabilities	43,046.90
Equity	
Net Assets	254,845.68
Net Income	<u>-34,054.04</u>
Total Equity	<u>220,791.64</u>
TOTAL LIABILITIES & EQUITY	<u><u>263,838.54</u></u>

3:54 PM

08/07/15

Accrual Basis

Big Sky Chamber of Commerce
Profit & Loss
July 2015

	<u>Jul 15</u>
Ordinary Income/Expense	
Income	
100 - MEMBERSHIP REVENUES	1,698.75
130 - EVENTS	540.00
Total Income	<u>2,238.75</u>
Gross Profit	2,238.75
Expense	
200 - ADMIN & OPERATIONS	33,157.74
300 - ADVERTISING & PROMOTION	1,259.50
400 - DUES TO OTHER ORGANIZAT...	1,505.18
600 - EVENTS/ PUBLIC AFFAIRS	1.00
900 - UTILITIES	369.37
Total Expense	<u>36,292.79</u>
Net Ordinary Income	<u>-34,054.04</u>
Net Income	<u><u>-34,054.04</u></u>

3:35 PM
09/05/15
Accrual Basis

Big Sky Chamber of Commerce
Balance Sheet
As of August 31, 2015

	<u>Aug 31, 15</u>
ASSETS	
Current Assets	
Checking/Savings	
FSB- RESTRICTED- Maint.	21,009.65
Grant Match Fund	38,825.00
BSW/ - Operating	33,446.83
Total Checking/Savings	<u>93,281.48</u>
Accounts Receivable	
Accounts Receivable	8,343.87
Total Accounts Receivable	<u>8,343.87</u>
Other Current Assets	
Visit Big Sky/ New Organizati...	10,969.23
Total Other Current Assets	<u>10,969.23</u>
Total Current Assets	112,594.58
Fixed Assets	
Accumulated Depreciation	-85,022.00
Building - Information Center	200,000.00
Equipment	27,617.55
Total Fixed Assets	<u>142,595.55</u>
TOTAL ASSETS	<u><u>255,190.13</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	4,369.21
Total Accounts Payable	<u>4,369.21</u>
Credit Cards	
Staples/ Credit Card	83.26
Total Credit Cards	<u>83.26</u>
Other Current Liabilities	
Payroll Liabilities	5,831.91
Simple IRA Payable	1,627.82
Total Other Current Liabilities	<u>7,459.73</u>
Total Current Liabilities	11,912.20
Long Term Liabilities	
Consolidated Loan	36,709.64
Total Long Term Liabilities	<u>36,709.64</u>
Total Liabilities	48,621.84
Equity	
Net Assets	252,776.93
Net Income	-46,208.64
Total Equity	<u>206,568.29</u>
TOTAL LIABILITIES & EQUITY	<u><u>255,190.13</u></u>

3:34 PM
09/05/15
Accrual Basis

Big Sky Chamber of Commerce
Profit & Loss
August 2015

	<u>Aug 15</u>
Ordinary Income/Expense	
Income	
100 - MEMBERSHIP REVENUES	18,708.25
130 - EVENTS	4,917.50
170 - NON-DUE REVENUE	200.00
190 - OTHER INCOME	700.00
Total Income	<u>24,525.75</u>
Gross Profit	24,525.75
Expense	
200 - ADMIN & OPERATIONS	34,152.47
300 - ADVERTISING & PROMO...	246.00
600 - EVENTS/ PUBLIC AFFAIRS	50.00
900 - UTILITIES	428.87
Total Expense	<u>34,877.34</u>
Net Ordinary Income	<u>-10,351.59</u>
Net Income	<u><u>-10,351.59</u></u>



Board resolution: The board of directors approves the inclusion of the following statement in the Employee Handbook, and directs the Chamber of Commerce Executive Director to ensure that it is given to and acknowledged by all employees. In addition, the Chamber of Commerce Executive Director will ensure that whistleblower protection notification is posted in the workplace.

Policy: If any employee reasonably believes that some policy, practice, or activity of Big Sky Chamber of Commerce is in violation of law, a written complaint may be filed by that employee with the Chamber of Commerce Executive Director or Chamber of Commerce Board of Directors.

It is the intent of the Big Sky Chamber of Commerce Board Members to adhere to all laws and regulations that apply to the organization, and the underlying purpose of this Policy is to support the organization's goal of legal compliance. The support of all employees is necessary to achieving compliance with various laws and regulations. An employee is protected from retaliation only if the employee brings the alleged unlawful activity, policy, or practice to the attention of Big Sky Chamber of Commerce and provides the Big Sky Chamber of Commerce with a reasonable opportunity to investigate and correct the alleged unlawful activity. The protection described below is only available to employees that comply with this requirement.

The Big Sky Chamber of Commerce will not retaliate against an employee who, in good faith, has made a protest or raised a complaint against some practice of Big Sky Chamber of Commerce or of another individual or entity with whom Big Sky Chamber of Commerce had a business relationship, on the basis of a reasonable belief that the practice is in violation of law or policies set forth by the Chamber Board of Directors or the Chamber Executive Director..

Big Sky Chamber of Commerce will not retaliate against an employee who discloses or threatens to disclose to a supervisor or a public body any activity, policy, or practice of Big Sky Chamber of Commerce that the employee reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate or public policy concerning health, safety, welfare, or protection of the environment. Any inaccurate or negligent accounting practices will also be taken into consideration under this policy especially in instances regarding bad debt, trades, and gross misuse of funds.

My signature below indicates my receipt and understanding of this Policy. I also verify that I have been provided with an opportunity to ask questions about the Policy.

Employee Signature and Date

Visitor Services Report September 2015

People Counter			
Month	Year	Per Month	Daily Avg.
June	2014	1265	42
July	2014	3193	103
August*	2014	2421	78
September	2014	1638	54.6
October	2014	1881	60.6
November	2014	872	29
December	2014	761	25
January	2015	712	28
February	2015	772	27
March	2015	835	27
April	2015	920	31
May	2015	3302	106
June	2015	3250	108
July	2015	3282	106
August	2015	2919	97

