

September 16, 2004

Town Center Owners Association

William G. Simkins, President

John Simkins, Vice President

Thomas Simkins, Secretary

NOTICE OF SPECIAL MEETING

The Town Center Owners Association will hold a special meeting of the Board of Directors on Friday October 22, 2004 at 10:00 AM at the office of Simkins-Hallin Lumber Co., 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.5495. The purpose of the special meeting is to consider certain administrative and procedural amendments to the Articles of Incorporation and Bylaws of the Town Center Owners Association. The proposed text is enclosed.

If you will be unable to attend the Town Center Owners Association special meeting, please sign the enclosed "PROXY" form and mail it back in the self-addressed envelope, or fax it back using the fax number provided below. Should you decide to attend the meeting after mailing or faxing the proxy, the proxy will not be used.

In December, the Town Center Owners Association will hold its annual meeting for 2004. You should receive a notice for this meeting about 30 days prior to the meeting. Starting in 2005, the Town Center Owners Association annual meeting will be held the Friday before Labor Day.

If you have any questions, please call me at 406.586.5495, or fax me at 406.586.2653.

Kind Regards,

William G. Simkins, President
Town Center Owners Association

December 17, 2004

Town Center Owners Association

William G. Simkins, President

John Simkins, Vice President

Thomas Simkins, Secretary

NOTICE OF SPECIAL MEETING

The Town Center Owners Association will hold a special meeting of the Board of Directors and members on Wednesday January 19th, 2005 at 10:00 AM at the office of Simkins-Hallin Lumber Co., 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. The purpose of the special meeting is to consider certain administrative, procedural, and substantive amendments, including changes to voting rights, to the enclosed Articles of Incorporation and Bylaws of the Town Center Owners Association. The substance of the changes are more particularly set forth in the enclosed documents. The documents with stricken text reflect the current Articles of Incorporation and Bylaws, and the text that the Director has proposed to strike from the documents. The documents with highlighted text show the Articles of Incorporation and Bylaws with the new proposed language, and without the text that has been stricken from the current document. If approved, the final Articles of Incorporation and Bylaws are those with the highlighted text.

Due to an administrative oversight on the proposed amendments to these documents this past October, some of the intended changes to these documents were not included in the Notice sent to members at that time, and for this reason no action was taken on the amendments as proposed in October, 2004.

If you will be unable to attend the Town Center Owners Association special meeting, please sign the enclosed "PROXY" form and mail it back in the self-addressed, stamped envelope, or fax it back using the fax number provided below. Should you decide to attend the meeting after mailing or faxing the proxy, the proxy will not be used.

The Town Center Owners Association is currently in the process of assessing dues for the year. You should receive a statement in the mail soon. Starting in 2005, the Town Center Owners Association annual meeting will be held the Friday before Labor Day.

If you have any questions, please call me at 406.586.9629, or fax me at 406.586.2653.

Kind Regards,

William G. Simkins, President

Town Center Owners Association

**TOWN CENTER OWNERS ASSOCIATION MINUTES
SPECIAL MEETING
JANUARY 19, 2005
326 NORTH BROADWAY, BOZEMAN, MONTANA**

Present: William (“Bill”) Simkins (Director and Officer); John (“Mitch”) Simkins (“Director and Officer”); Ryan Hamilton (Simkins Holdings, LLC and TCOA Covenant Enforcement Officer; Town Center Condo Owner); Brian Gallik (attorney for TCOA); Carol Thoreson (Town Center Condo Owner and President of Tamarack Court Homeowners’ Association); Cheryl Ridgley (Town Center Condo Owner); and Jim Schwalbe (Town Center Condo Owner)(arrived at approximately 10:15 a.m).

Call to Order: William Simkins, Director of the Town Center Owners Association, called the meeting to Order at 10:00 a.m.

Roll Call: Ryan Hamilton presented the list of Members of the Association and Proxies, and it was determined that a quorum was present.

Approval of Minutes of Last Town Center Owners Association.

Due to the lack of a quorum and sufficient Members at the last meeting of the Town Center Owners Association, no action could be taken, and, therefore, there were no minutes to approve.

Member Issues:

Assessments.

Carol Thoreson, a Town Center Condo Owner and the President of the Tamarack Court Owners’ Association, raised questions concerning the recent Notice of Assessments that would be sent to Members by the Town Center Owners Association. She also raised questions concerning the nature of the services that would be provided for those assessments. She indicated that Members may be concerned about the assessments. Cheryl Ridgley, also a condo owner in the Town Center, raised the same question.

Ryan Hamilton explained the reasons for the upcoming assessments, which have not been finalized, including the need for snowplowing, administrative expenses for covenant enforcement, lighting and other matters that are of benefit to the Town Center and the members of the Town Center.

Carol then raised a question about the difference between “residential” and “commercial” assessments in the Town Center.

Ryan explained that all members of the Town Center Owners Association are part of the 160 acres that constitute the Town Center Owners Association. He explained that whatever the Town Center Owners Association is paying for in terms of services will be of benefit to all Members and will be spread out over the owners of all property within the 160 acres that fall within the boundaries of the Town Center Owners Association.

Bill Simkins noted that the Town Center Owners Association is like a municipal corporation, which provides municipal type of services and for that reason, the assessments will be similar those provided by a government entity.

Carol then asked about the status of Ousel Falls Road, specifically, whether it was a County road, or a private road.

Bill Simkins explained that Ousel Falls Road is not a County road, but a private road with a public easement. He explained that the County required a public easement over the road, but refused to accept any responsibility for maintenance, snowplowing or liability for the road, leaving that to the Homeowners’ Association.

Cheryl then asked whether the specific amount of the assessments have been established by the Directors of the TCOA.

Ryan Hamilton stated that the Town Center Owners Association has a draft budget which provides, at this time, approximately Six Hundred Dollars (\$600.00) a year for residential units, and, for commercial units, One Dollar and Twenty-Five Cents (\$1.25) per square foot. Ryan then explained the difference between assessments for “developed” and “undeveloped” lots. He explained that an “improved lot” will be responsible for one hundred percent (100%) of the annual assessment, while an “unimproved lot” will be assessed less than 100%, and that a full assessment is triggered by the issuance of an Occupancy Permit in the Town

Center.

Cheryl then asked whether the \$600.00 was per unit/per year. Ryan explained that it was, and that it does not matter how big or expensive the unit is, the anticipated, present assessment is \$600.00. Ryan also explained that with respect to the common areas of development in the Town Center, the individual Owners Association would be responsible for paying for assessments for that area.

Carol then asked if the assessments were like the Big Sky Owners Association assessments. Bill and Ryan both advised that Town Center used the BSOA as a model.

Bill Simkins noted that the BSOA provides snow plowing, and some enforcement, but that is essentially it. Carol noted that the BSOA may also provide discount ski passes.

Bill Simkins advised that he thinks the Town Center Owners Association anticipates providing, or does provide, more services than the BSOA.

Ryan Hamilton explained that the Town Center Owners Association now has snow-plowing expenses. Carol then asked about the bank and other commercial projects, and the Lone Peak Condos, and the issue of snowplowing. Ryan explained that snowplowing costs are associated with snowplowing all roads and parking lots in the entire Town Center area. He explained that there is a benefit to living in the Town Center and for that reason the costs of these services is spread among all owners in the Town Center.

Carol and Ryan discussed the status of development and construction in the Town Center, and the location of buildings within the Town Center development.

Ryan then returned to the snowplowing bill, and explained, again, that it would be distributed among all Town Center Owners Associations. He explained the district is a benefit to everyone, and so everyone pays for snowplowing.

Ryan then explained the other expenses that would be encompassed within the assessments, including landscaping, the costs of maintaining the sign at the intersection of Ousel Falls Road and Highway 64, maintenance of common land, and irrigation. Ryan explained that the Town Center Owners Association did not pay for the installation of the entryway sign, only the maintenance. Ryan explained that

Simkins Holdings paid for the installation of the improvements, including the office for the Town Center Owners Association. Ryan explained that the printing expenses are large, and that the Website will hopefully reduce those costs. Ryan also explained that other expenses include expenses for an accounting firm, a photocopier, covenant enforcement, professional review of the applications. He also noted that the County requires attention to enforcement for the covenants and therefore this is important.

At this stage of the meeting, Jim Schwalbe, the Owner of Unit No. 8 in Tamarack Court entered the meeting.

Carol asked what percent of the 160 acres are under contract. Bill explained the status of the platting and the submission of subdivision plats to the County.

Mr. Schwalbe expressed concern about the traffic on Ousel Falls Road. He noted that recently, in the afternoon, the traffic was backed up from the intersection of Highway 64 and Ousel Falls Road a significant distance.

Bill Simkins explained that the intersection of Highway 64 and Ousel Falls Road is under the jurisdiction of the State of Montana. It is the State of Montana that must determine when a light is required.

The question was then raised about access to the Yellowstone Club. Bill Simkins explained that access to the Yellowstone Club is required, and was granted under an easement.

Ryan noted that Simkins Holdings was planning on adding an additional lane on a portion of Ousel Falls Road, where they have jurisdiction.

Ryan also noted that Spanish Peaks and the Yellowstone Club are responsible for sharing the maintenance and snowplowing of Ousel Falls Road.

Mr. Schwalbe discussed the concern he has about traffic, and noted that he thought traffic was backed up, at one time, for fifteen (15) minutes. He wondered why the Old Ousel Falls Road was not used for the Yellowstone Club and other developments.

Bill Simkins explained that the Old Ousel Falls Road had been abandoned. Mitch Simkins noted that the Simkins did not want the primary road to the

Yellowstone Club to go directly through the middle of their property and that the new location was actually better. Mitch Simkins then asked whether Ryan could call the State of Montana and ask them to perform some sort of traffic count or analysis to determine whether a light was needed. Ryan thought that he could contact someone at the State to find out what information they need to get a study going.

Carol then noted that there were certain changes to the Bylaws that were being made, including a change that resulted in Condo Unit Owners having one collective vote per condominium lot (as opposed to one vote per unit). Ryan noted that each commercial lot has one vote as well. Carol then asked whether all of Tamarack Court was one vote. Ryan explained that there were two (2) Tamarack Court lots (Phase I and Phase II), and therefore two (2) votes. Carol noted, again, that the language in the original Bylaws provided for one (1) vote per unit, and not one (1) vote per condominium lot.

Mr. Schwalbe asked how much Simkins Holdings paid to NorthWestern Energy. Ryan Hamilton explained how much was paid, and also explained the lighting program.

Carol then asked a question regarding lights, and the installation of lights in the Town Center. Ryan explained that there will be lights, and discussed the maximum lighting levels.

Mr. Schwalbe asked about the location of lights, sidewalks, trees, and snowplowing. Ryan explained the road with the Ousel Falls Road, in conjunction with the location of trees and other improvements, and how snowplowing would be accomplished.

Carol noted that there was no snowplowing of the sidewalks this year, and that the trail on the other side of Ousel Falls Road was a reason she found her condominium attractive. Ryan explained that that trail would be re-routed, but that sidewalks would be in place on the other side of Ousel Falls Road.

Mr. Schwalbe then asked questions regarding the status of the PUD plans, and the location of various ponds on the schematic diagram.

Ryan Hamilton explained the schematic diagram, the open space, and how development is anticipated to occur. Ryan also explained the trails and trail easements, and where they may go.

Mr. Schwalbe asked whether the Town Center Owners Association will pay for commercial lighting. Ryan explained the Town Center Owners Association would share in the cost of commercial lighting, together with snowplowing, and explained how the Town Center commercial district is a benefit to everyone in the Association.

Bill Simkins explained that the Town Center Owners Association and the development is trying to operate like a town, and explained how the assessments are to work.

Carol then noted that she once lived in a house where she was able to look down over Meadow Village, and asked about the lighting in the Meadow Village, and whether the developers were familiar with the lighting situation in Meadow Village.

Ryan Hamilton stated that he was not familiar with this issue in Meadow Village. He did state that Town Center would have one hundred percent (100%) cutoff.

Jim stated that he was familiar with the lighting issue, and Bill Simkins stated that there would be 100% cutoff, that there would be no light going up. Bill reiterated that the developers are sensitive to the light issue, and that the County also has certain requirements, and that the developers have made certain people change their lighting plans to conform with the requirements to the County and the development.

Mr. Gallik then asked Ryan Hamilton to explain to the Members present how the Covenants had been recently amended for Town Center and how Town Center was no longer associated with the former Master Association. Ryan explained how the six (6) sections of property were once owned by the Simkins and Taylor families, how the development was prepared, at that time, with respect to the Master and affiliated associations, and how the Simkins and Taylor families had partitioned the property and the Master Association will be terminated and there are now and will be stand-alone owners associations in order to simplify matters.

The meeting then returned to the agenda and proof of proper notice was discussed and confirmed by Mr. Hamilton. Carol asked how many votes and proxies were present, and Ryan Hamilton provided her with those numbers.

The issue of the Minutes of the past meeting was once again discussed, and it

was stated again that because there were insufficient numbers of Members present at the last meeting, no official business could be taken, no business was taken and therefore there were no minutes.

Under "Report of Officers," the Parties agreed that the prior discussion concerning assessments, development and the like constituted the report of the Officers to the Members.

There were no reports from any committees.

Carol then asked a question about the number of times assessments will be levied, and Ryan confirmed that the assessments would be mailed out twice a year. Ryan stated that the assessment for parking would be levied only against the commercial projects.

The meeting then turned to a discussion of the proposed amendments to the Bylaws. Bill Simkins moved that the amendments to the Bylaws be adopted. Mitch Simkins seconded the motion. A call was then made for any discussion among the Members present. Hearing no further discussion, a vote was taken, and the amendments to the Bylaws were passed unanimously, with no one abstaining.

The discussion then turned to the Articles of Incorporation. Bill Simkins moved to adopt the Articles of Incorporation, as amended, and Mitch Simkins seconded the motion. A call was then made for discussion concerning the proposed amendments. Hearing no discussion, the vote was taken with all Members and proxies voting for the proposed amendments, with no votes being cast against the proposed amendments.

The Bylaws and Articles of Incorporation, as amended, were thus adopted by unanimous vote.

Jim then asked a question regarding the types of trees that were located in the right-of-way of the road. Ryan explained that Simkins had hired an expert landscaper, and they had planted a particular Ash that was appropriate for that environment.

Jim then discussed the other problem with moose, and what type of steps could be taken to eliminate problems with the moose.

Carol then asked about the maintenance of trees between the road and the

sidewalk, and Ryan explained that trees in the right-of-way are the responsibility of the Town Center Owners Association.

Cheryl then asked what the time frame for building out the entire Town Center is. Bill estimated, originally, the developers thought it would be ten (10) to fifteen (15) years, but in light of recent developments, that build-out may be faster.

Cheryl then asked about the status of the next phase of the subdivision, and Bill explained that a subdivision plat had been submitted. He stated that the developers hope to have approval in the spring. Mitch advised that there is a developer interested in purchasing a lot within the new proposed subdivision.

Carol then asked various questions regarding developments and the owners of developments near the Western Bank. Bill explained the project undertaken by R.J.S. Development, and the possible tenants in that development, including Rotherham, Martha Johnson, Simkins Holdings, Grizzly Outfitters, and Big Sky Spirits.

Cheryl then asked how many developers would be working in developing projects in the Town Center. Mitch explained that they are trying to limit the number of developers.

Ryan then explained that on the Web page there is a portion of the Web page where one can go to the Website and find out the status of development, and who is moving in.

A question was then asked about the construction of a fire tower, and Ryan advised that that is still a possibility.

In response to a question by Carol, Bill Simkins explained the revised PUD that was approved by the County and the flexibility the PUD allows for types of development in the Town Center.

The second access off of Highway 64 was then discussed, and how that might go to mitigate some of the traffic issues on Ousel Falls Road.

There being no further business, Bill Simkins moved, seconded by Mitch Simkins, that the meeting be adjourned.

The meeting adjourned at 10:55 a.m.

(The minutes concluded.)

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February 23, 2005

Town Center Owners Association

William G. Simkins, President

John Simkins, Vice President

Thomas Simkins, Secretary

NOTICE OF SPECIAL MEETING

The Town Center Owners Association will hold a special meeting of the Board of Directors and members on Friday March 25th, 2005 at 10:00 AM at the office of Simkins-Hallin Lumber Co., 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. The purpose of the special meeting is to consider and vote upon certain administrative, procedural, and substantive amendments to the enclosed Bylaws of the Town Center Owners Association. The amendments, more particularly set forth in the enclosed documents, include, but are not limited to, changes to the method used for allocating assessments within the Town Center Property, and reductions to the quorum requirements for meetings. Proposed additions to the existing Bylaws are underlined (example) and proposed deletions to the existing Bylaws are stricken (~~example~~). If approved, the final, amended Bylaws will incorporate the underlined text, with the stricken text being deleted.

For your use and reference, enclosed please find the minutes from the January 19, 2005 special meeting. The TCOA is working on making the meeting minutes available online.

If you will be unable to attend the Town Center Owners Association special meeting, please sign the enclosed "PROXY" form and mail it back in the self-addressed, stamped envelope, or fax it back using the fax number provided below. Should you decide to attend the meeting after mailing or faxing the proxy, the proxy will not be used.

If you have any questions, please call me at 406.586.9629, or fax me at 406.586.2653.

Kind Regards,

William G. Simkins

William G. Simkins, President

Town Center Owners Association

**TOWN CENTER OWNERS ASSOCIATION MINUTES
SPECIAL MEETING – MARCH 25, 2005
326 NORTH BROADWAY, BOZEMAN, MONTANA**

Present: William (“Bill”) Simkins (Director and Officer); John (“Mitch”) Simkins (“Director and Officer”); Ryan Hamilton (Simkins Holdings, LLC and TCOA Covenant Enforcement Officer; Town Center Condo Owner); Bill Dutton (Big Sky Western Bank Loan Officer).

Call to Order: William Simkins, Director of the Town Center Owners Association, called the meeting to Order at 10:00 a.m.

Roll Call: Ryan Hamilton presented the list of Members of the Association and Proxies, and it was determined that a quorum was present.

Approval of Minutes of Last Town Center Owners Association.

The minutes from the previous January 19, 2005 Special Meeting were approved.

Member Issues:

Snowplowing.

Bill Dutton commented that he thought Elliot Iszler has been very responsive and has done an excellent job of snowplowing in the Town Center.

Amendment to the Bylaws.

Ryan Hamilton reviewed and explained the proposed amendments to the Bylaws.

There being no further business, Bill Simkins moved that the amendments to the Bylaws be adopted. Mitch seconded the motion. A call was then made for any discussion among the Members present. Hearing no further discussion, a vote was taken, and the amendments to the Bylaws were passed unanimously, with no one abstaining.

The meeting adjourned around 10:10 a.m.

(The minutes concluded)



August 2, 2007

Town Center Owners Association

William G. Simkins, President

John Simkins, Vice President

Thomas Simkins, Secretary

NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS

The Town Center Owners Association will hold a special meeting of the Board of Directors on Tuesday August 14th, 2007 at 2:00 PM at the office of Simkins-Hallin Lumber Co., 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. The purpose of the special meeting is to consider and vote upon certain administrative, procedural, and substantive amendments to the enclosed *2005 Amended and Restated Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions*. The proposed amendments more particularly set forth in the enclosed document, and summarized in the attached letter. If approved, the 2007 amended Declaration will incorporate the underlined text, with the stricken text being deleted.

If you have any questions, please call me at 406.586.9629, or fax me at 406.586.2653.

Kind Regards,

William G. Simkins

William G. Simkins, President
Town Center Owners Association

**TOWN CENTER OWNERS ASSOCIATION MINUTES
SPECIAL MEETING OF THE DIRECTORS – AUGUST 14, 2007
326 NORTH BROADWAY, BOZEMAN, MONTANA**

Present: William (“Bill”) Simkins (Director and Officer); Tom Simkins (“Director and Officer”); Mitch Simkins (“Director and Officer”), and Ryan Hamilton (Simkins Holdings, LLC and TCOA Covenant Enforcement Officer;

Call to Order: William Simkins, Director of the Town Center Owners Association, called the meeting to Order at 2:00 p.m.

Roll Call: Ryan Hamilton presented the list of Directors of the Association, and it was determined that a quorum was present.

Director Issues:

August 2007 Amended and Restated Covenants for the TCOA:

The Board of Directors reviewed and approved the *August 2007 Amended and Restated Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions*.

The meeting adjourned around 2:05 p.m.

(The minutes concluded)



December 10, 2015

Town Center Owners Association, Inc.

William G. Simkins, President

John Simkins, Vice President

Thomas Simkins, Secretary

**NOTICE OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS**

The Town Center Owners Association, Inc. will hold a special meeting of the Board of Directors on Tuesday December 22, 2015 at 2:00 PM in the second floor conference room at the office of Simkins Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406-586-9629. The purpose of this special meeting is for the Board to consider and vote upon certain administrative amendments to the enclosed *2007 Amended and Restated Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions*.

The proposed amendments are more particularly set forth in the enclosed document, and summarized in the attached letter. If approved, the 2015 amended Declaration will incorporate the underlined text, and the ~~stricken~~ text will be deleted.

The purpose of the amendment is to remove and extinguish Town Center Property from the Gallatin Peaks Covenants, Conditions, and Restrictions because they are no longer applicable. If approved, the updated 2015 covenants will supersede and replace previously recorded Big Sky Town Center Declarations of Covenants, Conditions, and Restrictions.

If you have any questions, please feel free to contact me.

Kind Regards,

William G. Simkins

William G. Simkins, President
bill@bigskytowncenter.com



TOWN CENTER OWNERS ASSOCIATION

SPECIAL MEETING OF THE BOARD OF DIRECTORS MEETING MINUTES DECEMBER 22, 2015

Town Center Owners Association Board of Directors met on December 22, 2015 at 2:00 pm at Simkins Hallin (326 N Broadway) in Bozeman, Montana. Directors and Officers in attendance included: William ("Bill") Simkins ("President"), Thomas ("Tom") Simkins ("Secretary"), and John ("Mitch") Simkins ("Vice President and Treasurer"). Karly Bjella ("TCOA Administration Manager").

- I. Call to Order
 - A. Bill called the meeting to order at 2:00pm.
 - B. Quorum was established.
- II. Review proposed amendments to the 2007 Amended and Restated Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions.
 - A. Town Center property shall be removed and extinguished from the Gallatin Peaks Covenants, Conditions and Restrictions as further described below: Declaration of Master Covenants, Conditions and Restrictions for Gallatin Peaks at Big Sky, recorded July 6, 2000, Document No. 2015908, First Amendment to Declaration of Master Covenants, Conditions and Restrictions for Gallatin Peaks at Big Sky, recorded February 26, 2001, Document No. 2030997, Second Amendment to Declaration of Master Covenants, Conditions and Restrictions for Gallatin Peaks at Big Sky, recorded December 11, 2001, Document No. 2055163, Third Amendment to Declaration of Master Covenants, Conditions and Restrictions for Gallatin Peaks at Big Sky, recorded September 9, 2003, Document No. 2122833, Affidavit of Gallatin Peaks Land and Development, LLC, in Support of Third Amendment to Declaration of Master Covenants, Conditions and Restrictions for Gallatin Peaks at Big Sky, recorded September 9, 2003, Document No. 2122834, Affidavit of Westland Enterprises, Inc. in Support of Third Amendment to Declaration of Master Covenants, Conditions and Restrictions for Gallatin Peaks at Big Sky, recorded September 9, 2003, Document No. 2122835, Affidavit of TM Land Partners, LP in Support of Termination of Covenants, recorded September 9, 2003, Document No. 2122836, Fourth Amended Declaration of Master Covenants, Conditions and Restrictions for Gallatin Peaks at Big Sky, recorded September 24, 2003, Document No. 2125254, Affidavit of Big Sky Community Corporation in Support of Third Amendment to Declaration of Master Covenants, Conditions and Restrictions for Gallatin Peaks at Big Sky, recorded October 20, 2003, Document No. 2128290, and Supplemental Declaration of Covenants, Conditions and Restrictions for Gallatin Peaks Town Center

Development at Big Sky, recorded June 19, 2002, Document No. 2072628, records of Gallatin County, Montana.

- B. Furthermore, previously established and recorded covenants applicable to Town Center property as recorded Document No. 2166164, Document No. 2191132, and Document No. 2275727 are superseded and replaced by this 2015 Declaration. Declarants (Westland Enterprises, Inc. and Simkins Holdings, LLC) desire to replace the covenants on Town Center property with this 2015 declaration of covenants, conditions and restrictions.
- C. Tom made a motion to approve the December 2015 Superseded and Replaced Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions, seconded by Bill. Motion unanimously carried.

III. Adjourn: Meeting adjourned by Bill at 2:10 p.m.



Thomas Simkins, Secretary



William Simkins, President



July 20, 2016

Town Center Owners Association, Inc.

William G. Simkins, President

Thomas Simkins, Vice President and Secretary

Ryan Hamilton, Treasurer

**NOTICE OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS**

The Town Center Owners Association, Inc. will hold a special meeting of the Board of Directors on Wednesday July 27, 2016 at 2:00 PM in the second floor conference room at the office of Simkins Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406-586-9629. The purpose of this special meeting is for the Board to consider and vote upon certain resolutions regarding the annual special assessment on the Owners of certain property particularly benefited by the Town Center Multi-Family Open Space Parks.

The purpose of the resolution is to raise the annual special assessment to help defray the costs of maintenance and improvements to those parks.

If you have any questions, please feel free to contact me.

Kind Regards,

William G. Simkins

William G. Simkins, President

bill@bigskytowncenter.com



August 16, 2016

Town Center Owners Association, Inc.

William G. Simkins, President

Thomas Simkins, Vice President and Secretary

Ryan Hamilton, Treasurer

**NOTICE OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS**

The Town Center Owners Association, Inc. will hold a special meeting of the Board of Directors on Monday August 22, 2016 at 2:00 PM in the second floor conference room at the office of Simkins Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406-586-9629. The purpose of this special meeting is for the Board to consider and vote upon certain resolutions regarding the annual assessment on the Owners of properties on which hotels are built.

The purpose of the resolution is to set the annual assessment rate for all hotels in the Town Center Owners' Association.

If you have any questions, please feel free to contact me.

Kind Regards,

William G. Simkins

William G. Simkins, President
bill@bigskytowncenter.com



December 12, 2016

Town Center Owners Association, Inc.

William G. Simkins, President

Thomas Simkins, Vice President and Secretary

Ryan Hamilton, Treasurer

**NOTICE OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS**

The Town Center Owners Association, Inc. will hold a special meeting of the Board of Directors on Friday December 16, 2016 at 2:00 PM in the second floor conference room at the office of Simkins Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406-586-9629. The purpose of this special meeting is for the Board to consider and vote upon certain proposed revisions to the 2013 Revised Town Center Parking Regulation, Management Plan, and Ordinance ("Plan").

Since the County's 2013 approval of the Plan was issued, it has become necessary to make several modest revisions to the Plan to allow a hotel to have reserved parking easement(s) on TCOA-owned parking lots, and then to include these areas under the management of the Town Center Parking District. The enclosed PDF file shows in red the proposed changes to the existing 2013 Revised Plan (see Section 7).

The purpose of this Resolution is for the TCOA Board to consider and approve the 2016 Revised Town Center Parking Regulation, Management Plan, and Ordinance. Once this Plan has been approved by the Board, it will be sent to the County for approval by the Zoning Enforcement Agent (along with the applicable Administrative Determination application and fee), and, if approved, a copy of the Resolution and the 2016 Revised Town Center Parking Regulation, Management Plan, and Ordinance will be sent to the County for its records.

If you have any questions, please feel free to contact me.

Kind Regards,

William G. Simkins

William G. Simkins, President

bill@bigskytowncenter.com

Town Center Owners' Association, Inc.
William Simkins
Thomas Simkins
Ryan Hamilton

November 20, 2018

NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE
TOWN CENTER OWNERS' ASSOCIATION, INC.

The Town Center Owners Association will hold a special meeting of the Board of Directors on Wednesday November 28, 2018 at 9:00am at the office of Simkins-Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. This written notice of the special meeting of the Board of Directors is personally delivered five (5) days in advance of the meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc.

The purpose of this special meeting is to:

1. Consider and approve the proposed amendments to the Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions (CC&R's). These amendments, more particularly set forth in the attached document entitled *November 2018 Superseded and Replaced Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions* include, but are not limited to typo corrections as well as amendments to the following sections: definitions, use restrictions, open space, roads and trails, fire management, amendment, and duration. All proposed additions are noted in red underline, and proposed deletions are noted in red ~~strikeout~~.

Per Article XVIII – Amendment of the Declaration, which outlines the sections that require the consent of the Gallatin County Commissioners and the sections that require the consent of the owner of Lot 14A1 in Block 3, these amended CC&R's have been approved by the owner of Lot 14A1 and they have been submitted to the Gallatin County Commissioners for their review and approval.

2. Consider the November 2018 Resolution of the Directors of the Town Center Owners' Association, Inc., Adopting and Imposing a Special Assessment for the Big Sky Community Organization on Lot G of Block 5.

Kind Regards,

William G. Simkins

William G. Simkins, President
Town Center Owners' Association, Inc.



326 North Broadway • Bozeman, Montana • 59715
Tel: 406.586.9629 • Fax: 406.586.2653 • bigskytowncenter.com

Town Center Owners' Association, Inc.
William Simkins
Thomas Simkins
Ryan Hamilton

August 19, 2019

**NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE
TOWN CENTER OWNERS' ASSOCIATION, INC.**

The Town Center Owners Association will hold a special meeting of the Board of Directors on Monday, August 26, 2019 at 2:00pm at the office of Simkins-Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. This written notice of the special meeting of the Board of Directors is personally delivered five (5) days in advance of the meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc.

The purpose of this special meeting is to:

1. Consider and approve the proposed amendments to the Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions (CC&R's). These amendments, more particularly set forth in Article V of the attached document entitled *August 2019 Superseded and Replaced Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions* include an increase in the Membership and Initiation Fee from One Thousand Dollars (\$1,000) to One Thousand Five Hundred Dollars (\$1,500). All proposed additions are noted in red underline, and proposed deletions are noted in red ~~strikeout~~.
2. Consider the August 2019 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Revised Assessment Rate.
3. Consider the August 2019 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Amended CC&R's.
4. Consider the August 2019 Resolution of the Directors of Town Center Owners' Association, Inc., re: Revised Design and Land Use Permit Fee Schedule.

Kind Regards,

William Simkins

William Simkins, President
Town Center Owners' Association, Inc.

**TOWN CENTER OWNERS ASSOCIATION MINUTES
SPECIAL MEETING OF THE BOARD OF DIRECTORS
AUGUST 26, 2019
326 NORTH BROADWAY, BOZEMAN, MONTANA**

- Present:** Bill Simkins (Director and Officer); Tom Simkins (Director and Officer); and Ryan Hamilton (Director and Officer); Emily O'Connor (Executive Director), Rick Simkins (Simkins Holdings, LLC)
- Call to Order:** William Simkins, President of the Town Center Owners Association, called the meeting to Order at 2:00 p.m.
- Roll Call:** Ryan Hamilton presented the list of Board Members of the Association, and it was determined that a quorum was present.

1. The Board of Directors reviewed the August 2019 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Amended CC&R's and the *August 2019 Superseded and Replaced Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions*, which amend the November 2018 Superseded and Replaced Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions" ("Covenants") Document No. 2634389, as recorded at the Office of the Gallatin County Clerk and Recorder. An amendment has been proposed to the Covenants to increase the Membership and Initiation Fee from One Thousand Dollars (\$1,000) to One Thousand Five Hundred Dollars (\$1,500) for the purpose of increasing revenue outside of annual assessments.

Motion made by Bill Simkins to approve the August 2019 Superseded and Replaced Big Sky Town Center Declaration of Covenants, Conditions, and Restrictions and August 2019 Resolution re: Amended CC&R's. Seconded by Tom Simkins. Motion unanimously carried.

2. The Board of Directors reviewed the August 2019 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Revised Assessment Rate to increase the assessment rate for commercial property, public/quasi-public property, and hotel rooms. The increase is proposed to cover increasing costs associated with maintaining the Town Center site and infrastructure.

Motion made by Tom Simkins to approve the August 2019 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Revised Assessment Rate. Seconded by Ryan Hamilton. Motion unanimously carried.

3. The Board of Directors reviewed the August 2019 Resolution of the Directors of Town Center Owners' Association, Inc., re: Revised Design and Land Use Permit Fee Schedule. The resolution proposed to increase Design and Land Use Permit fees to cover increasing costs associated with administering the Permits.

Motion made by Tom Simkins to approve the August 2019 Resolution of the Directors of Town Center Owners' Association, Inc., re: Revised Design and Land Use Permit Fee Schedule. Seconded by Bill Simkins. Motion unanimously carried.

The meeting adjourned around 3:00 p.m.

(The minutes concluded)

Town Center Owners' Association, Inc.
William Simkins
Thomas Simkins
Ryan Hamilton

December 11, 2019

**NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE
TOWN CENTER OWNERS' ASSOCIATION, INC.**

The Town Center Owners Association will hold a special meeting of the Board of Directors on Monday December 16, 2019 at 1:00pm at the office of Simkins-Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. This written notice of the special meeting of the Board of Directors is personally delivered five (5) days in advance of the meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc.

The purpose of this special meeting is to:

1. Consider and approve the proposed December 2019 Resolution of the Board of Directors of the Town Center Owners' Association, Inc., re:
Subdivision/Condominium Approval for TC Building 3 LLC on Lot 15A Block 3.

Kind Regards,

William Simkins

William Simkins, President
Town Center Owners' Association, Inc.

Town Center Owners' Association, Inc.
William Simkins
Thomas Simkins
Ryan Hamilton

June 26, 2020

**NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE
TOWN CENTER OWNERS' ASSOCIATION, INC.**

The Town Center Owners Association will hold a special meeting of the Board of Directors on Thursday July 2, 2020 at 1:00pm at the office of Simkins-Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. This written notice of the special meeting of the Board of Directors is personally delivered five (5) days in advance of the meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc.

The purpose of this special meeting is to:

1. Consider and approve the proposed July 2020 Resolution of the Board of Directors of the Town Center Owners' Association, Inc., re: Subdivision/Condominium Approval for Dream Land, LLC on Lot 1 Block 6.

Kind Regards,

William Simkins

William Simkins, President
Town Center Owners' Association, Inc.

Town Center Owners' Association, Inc.
William Simkins
Thomas Simkins
Ryan Hamilton

September 23, 2020

**NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE
TOWN CENTER OWNERS' ASSOCIATION, INC.**

The Town Center Owners Association will hold a special meeting of the Board of Directors on Wednesday September 30, 2020 at 1:00pm at the office of Simkins-Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. This written notice of the special meeting of the Board of Directors is personally delivered five (5) days in advance of the meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc.

The purpose of this special meeting is to:

1. Consider and approve the proposed replacement of Jodi Procnier, CPA at Rudd & Company, with Scott Holton, CPA at Rudd & Company, as a signer on the TCOA's bank accounts at First Security Bank. This is necessary due to Jodi's departure at Rudd & Company.

Kind Regards,

William Simkins

William Simkins, President
Town Center Owners' Association, Inc.

Town Center Owners' Association, Inc.
William Simkins
Thomas Simkins
Ryan Hamilton

October 19, 2020

**NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE
TOWN CENTER OWNERS' ASSOCIATION, INC.**

The Town Center Owners Association will hold a special meeting of the Board of Directors on Friday October 23, 2020 at 1:00 pm at the office of Simkins-Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. This written notice of the special meeting of the Board of Directors is personally delivered five (5) days in advance of the meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc.

The purpose of this special meeting is to:

1. Consider and approve the proposed October 2020 Resolution of the Board of Directors of the Town Center Owners' Association, Inc., re: Condominium Approval for TNG, LLC on BIG SKY TOWN CENTER PH I, S01, T07 S, R03 E, BLOCK 5, Lot D1, ACRES 0.136, PLAT J-336-D PLUS OPEN SPACE & ROAD TRACTS.

Kind Regards,

William Simkins

William Simkins, President
Town Center Owners' Association, Inc.

Town Center Owners' Association, Inc.
William Simkins
Thomas Simkins
Ryan Hamilton

August 18, 2020

**NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE
TOWN CENTER OWNERS' ASSOCIATION, INC.**

The Town Center Owners Association will hold a special meeting of the Board of Directors on Friday, August 27, 2021 at 2:00pm at the office of Simkins-Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. This written notice of the special meeting of the Board of Directors is personally delivered five (5) days in advance of the meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc.

The purpose of this special meeting is to:

1. Consider and approve the August 2021 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Revised Assessment Rate.
2. Consider and approve the August 2021 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Revised Special Assessment Rate for all owners/members subject to the Common Multi-Family Open Space North and Common Multi-Family Open Space South (aka Golden Stone Parks) Special Assessment [applicable to all ninety (90) residential properties/units in Blocks 13 and 17].

Regards,

William Simkins

William Simkins, President
Town Center Owners' Association, Inc.

Town Center Owners' Association, Inc.
William Simkins
Thomas Simkins
Ryan Hamilton

January 15, 2021

**NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE
TOWN CENTER OWNERS' ASSOCIATION, INC.**

The Town Center Owners Association will hold a special meeting of the Board of Directors on Thursday January 21, 2021 at 1:00pm at the office of Simkins-Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. This written notice of the special meeting of the Board of Directors is personally delivered five (5) days in advance of the meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc.

The purpose of this special meeting is to:

1. Consider and approve the proposed replacement of Aimee Hokanson, CPA at Rudd & Company, with Holly Galen, CPA at Rudd & Company, as a signer on the TCOA's bank accounts at First Security Bank. This is necessary due to Aimee's departure at Rudd & Company.

Kind Regards,

William Simkins

William Simkins, President
Town Center Owners' Association, Inc.

**TOWN CENTER OWNERS ASSOCIATION MINUTES
SPECIAL MEETING OF THE BOARD OF DIRECTORS
AUGUST 27, 2021
326 NORTH BROADWAY, BOZEMAN, MONTANA**

Present: Bill Simkins (Director and Officer); Tom Simkins (Director and Officer); and Ryan Hamilton (Director and Officer)

Call to Order: William Simkins, President of the Town Center Owners Association, called the meeting to Order at 2:00 p.m.

Roll Call: Ryan Hamilton presented the list of Board Members of the Association, and it was determined that a quorum was present.

1. The Board of Directors reviewed the August 2021 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Revised Assessment Rate to increase the assessment rate for commercial property, residential property, public/quasi-public property, and hotel rooms. The increase is proposed to cover increasing costs associated with maintaining the Town Center site and infrastructure.

Motion made by Bill Simkins to approve the August 2021 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Revised Assessment Rate. Seconded by Ryan Hamilton. Motion unanimously carried.

2. The Board of Directors reviewed the August 2021 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Revised Special Assessment Rate for owners/members in Blocks 13 and 17 around Golden Stone Parks to increase the special assessment rate residential property there. The increase is proposed to cover increasing costs associated with maintaining Golden Stone Parks.

Motion made by Bill Simkins to approve the August 2021 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Revised Special Assessment Rate for all owners/members subject to the Common Multi-Family Open Space North and Common Multi-Family Open Space South (aka Golden Stone Parks) Special Assessment [applicable to all ninety (90) residential properties/units in Blocks 13 and 17]. Seconded by Ryan Hamilton. Motion unanimously carried.

The meeting adjourned around 2:30 p.m.

(The minutes concluded)

William Simkins
Thomas Simkins
Ryan Hamilton

**NOTICE OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE
TOWN CENTER OWNERS' ASSOCIATION, INC.**

The Town Center Owners Association will hold a special meeting of the Board of Directors on Tuesday December 21, 2021 at 1:00pm at the office of Simkins-Hallin, 326 North Broadway, Bozeman, Montana, 59715 ph. 406.586.9629. This written notice of the special meeting of the Board of Directors is personally delivered five (5) days in advance of the meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc.

The purpose of this special meeting is to:

1. Consider and approve the proposed December 2021 Resolution of the Board of Directors of the Town Center Owners' Association, Inc., re: Condominium Approval for MJ Development, LLC's "Declaration for The Franklin Residences Condominiums" on the following lots:

Lot 7A, in Block 3, of The Amended Plat of Lot 8A & Lot 14A in Block 3, Big Sky Town Center Subdivision – Town Center Avenue North as Amended; & Lots 5, 6, & 7 in Block 3 of the Plat of Big Sky Town Center Subdivision – Huntley's Second Addition, in Gallatin County, Montana, according to the official plat thereof on file and of record in the office of the County Clerk and Recorder, Gallatin County, Montana. (Plat Reference: J-561-C) (approximately 7,566 square feet)

Lot 9, in Block 3, of the "Plat of Big Sky Town Center Subdivision - Town Center Avenue North", said plat being an amended plat of Lot 8, Block 3 of the Plat of the Big Sky Town Center Subdivision – Huntley's Second Addition, and also including a portion of Tract 1 of Certificate of Survey No. 2343, located in the NW 1/4 of Section 1, Township 7 South, Range 3 East, and in the SW 1/4 of Section 36, Township 6 South, Range 3 East, P.M.M., Gallatin County, Montana, according to the official Plat J-561 thereof on file and of record in the office of the County Clerk and Recorder, Gallatin County, Montana. (approximately 9,475 square feet)

Lot 10, in Block 3, of the "Plat of Big Sky Town Center Subdivision - Town Center Avenue North", said plat being an amended plat of Lot 8, Block 3 of the Plat of the Big Sky Town Center Subdivision – Huntley's Second Addition, and also including a portion of Tract 1 of Certificate of Survey No. 2343, located in the NW 1/4 of Section 1, Township 7 South, Range 3 East, and in the SW 1/4 of Section 36,

Township 6 South, Range 3 East, P.M.M., Gallatin County, Montana, according to the official Plat J-561 thereof on file and of record in the office of the County Clerk and Recorder, Gallatin County, Montana. (approximately 3,710 square feet)

Kind Regards,

William Simkins

William Simkins, President
Town Center Owners' Association, Inc.

TOWN CENTER OWNERS' ASSOCIATION, INC.
MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS
DECEMBER 21, 2021
326 NORTH BROADWAY, BOZEMAN, MONTANA

Present: Bill Simkins (Director and Officer); Tom Simkins (Director and Officer); and Ryan Hamilton (Director and Officer)

Call to Order: William Simkins, President of the Town Center Owners Association, called the meeting to Order at 1:00 p.m.

Roll Call: Ryan Hamilton presented the list of Board Members of the Association, and it was determined that a quorum was present.

1. The Board of Directors reviewed the December 2021 Resolution of the Board of Directors of the Town Center Owners' Association, Inc., re: Condominium Approval for MJ Development, LLC's "Declaration for The Franklin Residences Condominiums" on the following lots:

Lot 7A, in Block 3, of The Amended Plat of Lot 8A & Lot 14A in Block 3, Big Sky Town Center Subdivision – Town Center Avenue North as Amended; & Lots 5, 6, & 7 in Block 3 of the Plat of Big Sky Town Center Subdivision – Huntley's Second Addition, in Gallatin County, Montana, according to the official plat thereof on file and of record in the office of the County Clerk and Recorder, Gallatin County, Montana. (Plat Reference: J-561-C) (approximately 7,566 square feet)

Lot 9, in Block 3, of the "Plat of Big Sky Town Center Subdivision - Town Center Avenue North", said plat being an amended plat of Lot 8, Block 3 of the Plat of the Big Sky Town Center Subdivision – Huntley's Second Addition, and also including a portion of Tract 1 of Certificate of Survey No. 2343, located in the NW 1/4 of Section 1, Township 7 South, Range 3 East, and in the SW 1/4 of Section 36, Township 6 South, Range 3 East, P.M.M., Gallatin County, Montana, according to the official Plat J-561 thereof on file and of record in the office of the County Clerk and Recorder, Gallatin County, Montana. (approximately 9,475 square feet)

Lot 10, in Block 3, of the "Plat of Big Sky Town Center Subdivision - Town Center Avenue North", said plat being an amended plat of Lot 8, Block 3 of the Plat of the Big Sky Town Center Subdivision – Huntley's Second Addition, and also including a portion of Tract 1 of Certificate of Survey No. 2343, located in the NW 1/4 of Section 1, Township 7 South, Range 3 East, and in the SW 1/4 of Section 36, Township 6 South, Range 3 East, P.M.M., Gallatin County, Montana, according to the official Plat J-561 thereof on file and of record in the office of the County Clerk and Recorder, Gallatin County, Montana. (approximately 3,710 square feet)

Motion made by Bill Simkins to approve the December 2021 Resolution of the Directors of the Town Center Owners' Association, Inc., re: Condominium Approval for MJ Development, LLC's "Declaration for The Franklin Residences Condominiums". Seconded by Ryan Hamilton. Motion unanimously carried.

The meeting adjourned around 1:15 p.m.

(The minutes concluded)



March 4, 2022

William Simkins
Thomas Simkins
Ryan Hamilton

NOTICE OF SPECIAL MEETING
OF THE MEMBERSHIP OF
TOWN CENTER OWNERS' ASSOCIATION, INC.

The Town Center Owners' Association, Inc. will hold a special meeting of the membership on **Tuesday April 5, 2022 at 1:00pm (Montana Time - MDT)** for the purpose provided on page 2.

The meeting will be conducted online/virtually. The log-in and call-in information are provided below.

If you will be unable to attend the special meeting online/virtually or by calling in, please sign the enclosed "PROXY" form and mail it back to the TCOA in the enclosed self-addressed stamped envelope or email it to the email address that is provided at the bottom of the proxy. Should you decide to attend the online/virtual meeting after mailing the proxy, the proxy will not be used.

Please join the meeting from your computer, tablet, or smartphone.

<https://meet.goto.com/406454189>

You can also call-in using your phone.

United States: (312) 757-3121

Access Code: 406-454-189

Get the app now and be ready when for the meeting: <https://meet.goto.com/install>

This written notice of the special meeting of the membership is being mailed at least thirty (30) days in advance of the special meeting, in accordance with the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc. The same notice, proxy, and meeting materials that are enclosed herewith will also be emailed to all members of the Town Center Owners' Association, Inc. to the email addresses on file.

The purpose of this special meeting is to:

1. Consider and vote on the proposed First Amendment to Amended and Restated Bylaws of Town Center Owners' Association, Inc.
 - a. Enclosed herewith is a copy of the October 2008 Amended and Restated Bylaws of Town Center Owners' Association, Inc., which is proposed to be amended by the First Amendment.
 - b. Enclosed herewith is a copy of the proposed First Amendment to Amended and Restated Bylaws of Town Center Owners' Association, Inc., which will be voted on at the special meeting.
2. Consider and vote on the proposed Articles of Amendment to Articles of Incorporation of Town Center Owners' Association, Inc.
 - a. Enclosed herewith is a copy of the Articles of Incorporation of Town Center Owners' Association, Inc., which is proposed to be amended by the proposed Articles of Amendment.
 - b. Enclosed herewith is a copy of the Articles of Amendment to Articles of Incorporation of Town Center Owners' Association, Inc., which will be voted on at the special meeting.

If you have any questions regarding the purpose of the special meeting or the enclosed meeting materials, please contact Ryan Hamilton at 406-580-2260 or ryan@bigskytowncenter.com.

Kind Regards,

William Simkins

William Simkins, President
Town Center Owners' Association, Inc.

TOWN CENTER OWNERS' ASSOCIATION, INC.
MINUTES OF THE SPECIAL MEETING OF THE MEMBERSHIP
APRIL 5, 2022
ONLINE/VIRTUAL

- Present:** Bill Simkins (Director and Officer); Tom Simkins (Director and Officer); and Ryan Hamilton (Director and Officer), John Seelye, Taylor Rose, Tim and Cathy Cyr, John Cain, John Bauchman, Kristin Drain, Neal and Vanessa Sutliff, Chad Oulette, Whitney Johnson and Adam Johnson, John Romney, John Haas, Kenny Holz, Megan Paulson, Jeff Saad. Non-voting people in attendance included Rick Simkins and the TCOA's attorney, Jecyn Bremer.
- Call to Order:** Ryan Hamilton, Director of the Town Center Owners Association, called the meeting to Order at 1:05 p.m.
- Roll Call:** Ryan Hamilton presented the list of Members of the Association present at the meeting either in person or by proxy, and it was determined that a quorum was present.

Ryan mentioned that the meeting was being recorded for TCOA's files.

- A. Roll call, introductions, and determination of presence of quorum;
 - a. Ryan asked each person in the meeting to please state their name and property address/development, and TCOA will record them to be used later in the meeting during the vote for the First Amended Bylaws and a the vote for the Articles of Amendment.
- B. Proof of notice of meeting (or waiver of notice);
 - a. Ryan stated that the Notice of Special Meeting was mailed to all members of TCOA, at least 30 days in advance of today's meeting, to the addresses on file with TCOA, and it was also emailed to all members of TCOA for which TCOA has an email address on file (appx 85%).
- C. Reading of minutes of preceding meeting;
 - a. Ryan stated that the previous meeting of the membership was an annual meeting, and per historic protocol, the draft meeting minutes for last year's annual meeting will be read at the next annual meeting.
- D. Reports of officers;
 - a. Ryan stated that there were none at this time.
- E. Reports of committees;
 - Ryan stated that there were none at this time.

- F. Election of directors (at annual meeting);
 - a. Ryan stated that there were none at this time (this is Special Meeting - not an Annual Meeting).
- G. Unfinished business;
 - a. Ryan stated that there were none at this time
- H. New business;
 - a. Ryan stated that the first agenda item is the First Amendment to Amended and Restated Bylaws of the Town Center Owners' Association, Inc.
 - i. Ryan gave a brief introduction/summary and asked for a motion to approve.
 - ii. Motion to approve by: Bill Simkins
 - iii. Seconded by: Tom Simkins
 - iv. Discussion: Ryan and/or TCOA's attorney Jecyn Bremer fielded any questions.
 - v. Ryan called for the vote – Aye/Nay – Ryan called the name of each voting member (from roll call), and recorded the vote of each member. All members in attendance and those received by proxy voted in favor of approval.
 - b. Articles of Amendment to Articles of Incorporation of Town Center Owners' Association, Inc.
 - i. Ryan gave a brief introduction/summary and asked for a motion to approve.
 - ii. Motion to approve by: Tom Simkins
 - iii. Seconded by: Bill Simkins
 - iv. Discussion: Ryan and/or TCOA's attorney Jecyn Bremer fielded any questions.
 - v. Ryan called for the vote – Aye/Nay – Ryan called the name of each voting member (from roll call), and recorded the vote of each member. All members in attendance and those received by proxy voted in favor of approval.
- I. Adjournment time: 1:26 pm.

Following the meeting, the votes for both agenda items were tallied, with the following results:

- a. As of the date of the adoption of the First Amended Bylaws and the Articles of Amendment, there were forty-five (45) memberships outstanding and entitled to vote.
- b. The members entitled to vote on the First Amended Bylaws and the Articles of Amendment collectively cast forty-two (42) votes for the First Amended Bylaws and the Articles of Amendment, and zero (0) votes against the First Amended Bylaws and the Articles of Amendment.

- c. The number of votes cast by the members for the First Amended Bylaws and the Articles of Amendment was sufficient for approval of the First Amended Bylaws and the Articles of Amendment by the members of the Corporation.

The First Amended Bylaws were subsequently recorded with the Gallatin County Clerk and Recorder as Document Numbers 2772395 and 2772825, the Articles of Amendment were filed with the Montana Secretary of State, and both documents were uploaded to the TCOA website.

(The minutes concluded)