

Snake River Sporting Club  
Improvement and Service District  
Board of Director's Meeting  
Wednesday, November 29, 2023 2:00 pm  
Zoom Meeting

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**MINUTES**

**Board members present:**

Christopher Swann  
Ross Flax  
Joe Scott  
Ken Ball  
Robin Riske

**Grand Teton Property Management:**

Demerie Edington  
Tina Korpi

**ISD Attorney:**

Rick Thompson  
Paul D'Amours

**Others Present:**

Merridy Scott, Bob, Martha Bancroft, Mark Simmons, Jeff Barens, Mark Sullivan, Sam Douglas, Carla Lyden, iPad 7, David Olson, Bill Sengelman, 45x Study, Sherry & Mike Messina, Angela Hart, Chris Houska, Kyu Han, John Maneri, Meg Wilson, Rebecca Lambert, Joseph, Jeff Moran, Brad Sanders, Paige Curry, Joe Cranston, Robert Samuelian, kk, Bill O'Neil, Darcy Bartell, Tom Wilson, Dale Christian, John Qualy, Tammy Jenkins, Heinz Maeusli, iPhone103, Gary, Tom Hirsch, Laura Grossman, Deb Phelon

1. Call to Order 2:02  
This will be a multi-faceted meeting that will be conducted with the ISD attorney Paul D'Amours and Rick Thompson. We will hold a meeting, then adjourn the meeting to hold the hearing and then reconvene the meeting following the conclusion of the hearing.
2. Appoint Joe Scott to be Presiding Officer for Hearing

Christopher Swann moved to appoint Joe Scott as presiding officer of the Special Assessment Hearing for November 29, 2023. Joe Scott seconded the motion which passed unanimously in a vote of all ISD Directors.

3. Adjourn for Hearing on Special Assessment

Christopher Swann moved to suspend the Regular session and open the hearing for the special assessment at 2:06. Ross Flax seconded the motion which passed unanimously.

Christopher Swann recused himself from the hearing.

Joe Scott as presiding officer over the hearing stated that we are holding a hearing today on the imposition of a special assessment being considered by the board. This hearing is required by the District's bylaws and Wyoming Statute to follow a specific format. That format does not permit the board to answer questions. Therefore, the board will take a few minutes to try to answer your questions. Any statements made during the question-and-answer period will not be part of the official record of the hearing. Any statement in support of or objections to must be done at the appropriate time during the hearing.

Robin Riske summarized the special assessment being considered today. She noted that the bridge repairs are estimated at \$10.3 million and \$4.2 million for the road. The election held on 11/28/23 approved the ballot initiative for the ISD to incur this debt. The special assessment will assess each lot as one unit, 17 units for Astoria, and the Lodge at 7 ½ units. Should the special assessment not be approved, the debt would be assessed ad valorem, where each lot is assessed per the property value by the County Assessor.

The board opened the floor to question and answer where six owners addressed the board and legal counsel. Following the Q&A session, Paul D'Amours introduced the procedure as laid out in the Bylaws and Wyoming State Statute.

At 2:46 pm Joe Scott declared the hearing to be opened. He read the notice that was published in the Jackson Hole News and Guide for the hearing. The notice will be included at the bottom of these minutes as Addendum A.

Joe Scott, as presiding officer, called for all written complaints and objections to be filed with the Board. Any objection that is to be counted as part of the 30% threshold to defeat the special assessment must be in writing.

Tom Wilson, as a homeowner, sent a letter to object to the special assessment. This will be added as addendum B to these minutes. Paige Curry, as the representative for Astoria, sent a letter to object to the special assessment. This will be added as addendum C to these minutes.

The presiding officer invited those landowners who have filed written complaints or objections to make opening statements. No landowner spoke. The presiding officer then invited those landowners in favor of the special assessment to make opening statements. No landowner spoke.

The presiding officer then called for the submission of evidence and called for anyone speaking to the special assessment to testify under oath.

~Tom Wilson was sworn in. He read the letter that was submitted on behalf of himself and Shelly. He requested they be added to the minutes.

~ Paige Curry was sworn in and made her remarks as the Executive Director of Astoria. She stated that Astoria would remove their objection if they were not assessed 17 units but rather 15% for the duration of the special assessment with the agreement that they would have one unit for the road.

~ Jeff Baren was sworn in and stated the need for the community to heal and is in favor of moving forward.

~ Kyu Han was sworn in and stated she did not think the election hearing process was valid and that it was an unfair process. She did not think people were given enough time to review the information, given the delays in the Jackson mail service. She went on to state that she did not think the board was knowledgeable about the process, that they should have fully communicated the ad valorem schedule, that minutes were not posted in advance and that there is a violation regarding the conflict of interest and unfair allocations.

~ David Olson was sworn in and wanted to echo Jeff Baren's sentiments. He stated the special assessment is the least expensive path for most homeowners. He stated the community needs to focus on property values that will appreciate which will unite the community. He also stated that this duly-elected board's efforts would be totally undermined if the special assessment were defeated to turn this process to the county [with the ad valorem option] makes no sense.

\*Note: Robin Riske left the meeting at this point

~ John Qualy was sworn in and wanted to speak in favor of Astoria as their board chair. He restated the proposal of Astoria to pay 15% in exchange for withdrawing their objection.

~ Chris Houska was sworn in and stated the board and everyone was doing a great job. He said we are all in this together and everyone should be assessed one unit each.

With all evidence having been received, the presiding officer offered an opportunity for all interested landowners to make a closing statement.

~ Tom Wilson stated the board members were elected, and that does not give them a right to ignore rules. He asked if Mr. Swann influenced the other board members, and if so, the special assessment process is tainted. He asked the board to adopt and follow a conflict-of-interest policy.

~ Mike Messina echoed Tom's statement and recommendation. He asked how we heal the community with the conflict-of-interest cloud that is over it. He stated the ballot vote is completely tainted and should be investigated by a third party and the whole process needs to be stayed.

~ Sherry Messin stated she doesn't object to the assessment, but thinks the whole process is not fair. Ballots were sent on November 13<sup>th</sup> via regular mail. The mail service is slow and the ISD board didn't seem to consider the Thanksgiving holiday. She asked that of the 81 votes received, how many did Christopher Swann have.

~ Kyu Han reiterated her objection. She noted she would withdraw her objection if the Board withdraws the assessment and proposed a different one.

Joe Scott declared the hearing on the resolution of intent to order improvements to be paid for by special assessment closed at 3:33 pm. The board will take the matter of the Special Assessment under advisement.

The regular meeting reconvened after a brief break at 3:43.

#### 4. Adoption of Final Resolution Authorizing and Order Improvements

District Attorney Paul D'Amours certified that the objections received in writing of 30% was tabulated. He noted that the objections from Astoria (17 units), Wilson (1 unit), O'Neill (1 unit) Runnells (1 unit) totaled 20 objections. The 30% threshold is 47 units. The board is therefore in the position to certify that the objections received were not sufficient to defeat the special assessment.

Resolution 2023-04 declares the result of the election that was held on 11.28.23. It was noted that there was no consequence to the outcome of the election due to the mail service.

Ken Ball moved to adopt Resolution 2023-04: A resolution declaring the results of the bond election held within the Snake River Sporting Club Improvement and Service District, State of Wyoming, at a mail ballot election held on Tuesday, November 28, 2023 and authorizing the Board of Directors of the District to complete the issuance and sale of bonds of the District. Ross Flax seconded the motion. All voted in favor. Robin Riske was not present for the vote.

Paul D'Amours presented a Certification of Objections to the proposed imposition of the special assessment to pay for improvements. Ross Flax moved to adopt the Certification as presented. Joe Scott seconded the motion. All voted in favor. Robin Riske was not present for the vote.

Paul D'Amours stated that the ISD Bylaws require the board to provide written findings of fact and conclusions of law within 10 days of the hearing. Paul read proposed "Findings of Fact and Conclusions of Law." Christopher moved to approve the Findings of Fact and Conclusions of Law. Ross seconded the motion. All voted in favor. Robin was not present for the vote.

5. Approve Meeting Minutes from 11/10/23 and 11/22/23  
This agenda item was not discussed. Table for future meeting.

6. Business for Discussion
  - a. Johnny Counts Road Management

There were some issues the Forest Service noted in regard to the Johnny Counts Road and permit as noted below:

- 1) Combination should be changed, it is still the same as from September so I'm assuming everyone and their brother has it by now.
- 2) The South Hoback side gates were closed but "dummy" locked so that anyone who came up to them could have gone through. The gates must be locked after each use- dummy locking is not allowed.
- 3) The South Hoback side gates either need replaced or temporarily taken down and pounded back to form because currently they were closed in a very bowed out position, and when I tried locking them the way you should, the bend makes it to where you have to let the gates flex out. The gates shouldn't be flexed out for safety reasons and because it raises the likelihood that people will be lazy about closing and locking them due to them being a pain to close.

- 4) A lock needs put on the Astoria side gates and those gates need to be closed, they were wide open and there is no lock on them. This would allow a driver to drive right to the other gate which is not allowed due to the fact that the road is always closed to wheeled vehicles normally unless specifically authorized by special use permit. Additionally, it is not good to lead motorists to the locked gate as then they have to turn around, may not have an adequate vehicle/tires on that minimally maintained narrow road, etc. This could lead to someone getting stuck, going off the embankment, etc.
- 5) Red and white candy stripe signs need purchased and installed on the Astoria side gates to mimic the design of the candy stripe reflector markers on the South Hoback side. Without these markers, a motorist could strike the gates in low light/night conditions.

Demerie Edington explained that GTPM will not be properly staffed to handle the management of this forest service road. The board unanimously authorized the Club to be sure the road is in compliance and to work out the current violations.

Joe Cranston also noted that the traffic light cannot be relocated. It is currently installed in the only location where the three lights can communicate with each other.

b. Future meeting dates

This item was not discussed.

7. Resolution 2023-03

Rick Thompson introduced Resolution 2023-03, a resolution of the Board of Directors of the Snake River Sporting Club Improvement and Service District, Teton County, Wyoming, Authorizing and ordering road and bridge improvements to be paid for by special assessment, and details related thereto. Christopher recused himself. Vice-chairman Ross assumed the for this item. Joe Scott stated that given the comments from the hearing, he would like to adjourn to executive session for the board to obtain legal advice from counsel and made a motion as such. Ken Ball seconded the motion. All voted in favor.

The board entered executive session at 4:43.

The board reconvened at 5:29.

Ross, as chair, moved to table Resolution 2023-03 until the board can reconvene. Ken seconded the motion, and all voted in favor.

8. Public Comment – no public comment was taken.

9. Adjournment 5:42

**NOTICE TO OWNERS OF  
PROPERTY WITHIN SNAKE RIVER SPORTING CLUB IMPROVEMENT AND SERVICE  
DISTRICT  
REGARDING A SPECIAL ASSESSMENT**

PLEASE TAKE NOTICE that the Board of Directors (the “Board”) of Snake River Sporting Club Improvement and Service District (the “District”) adopted a Resolution of Intent to Order Improvements to be Paid for by Special Assessment was adopted on November 14, 2023. The following notice is provided pursuant to Wyo. Stat. § 18-12-117:

1. The nature of the improvements (the “Improvements”) proposed is:

**(a)** Bridge Replacement Project:

Complete replacement of the Bridge, including project oversight and design management; a design survey; geotechnical investigation; roadway, intersection, side slope, and drainage design; hydraulic and scour analyses; Bridge superstructure design; construction support; construction management; Bridge superstructure fabrication and delivery; Bridge and approach roadway construction; and construction staking.

-and-

**(b)** Road Improvement Project:

Asphalt patching, crack filling and slurry seal on various streets and roads in the District, and full depth reclamation and paving of other designated streets and roads in the District.

2. The extent of the District to be improved is as follows:

(a) All properties within the Snake River Sporting Club Improvement and Service District.

3. The probable cost of the improvements for the Bridge Replacement Project is \$10,341,907.76, as shown by estimates of a qualified engineer, and the probable cost of the improvements for the Road Improvement Project is \$4,220,885.00, as shown by estimates of a qualified engineer, for a total of \$14,562,792.76. Based upon 155.5 total assessment units in the District, the probable cost of the Improvements per unit of assessment is \$93,651.40. For purposes of allocating costs of the Improvements among the property owners in the District in accordance with the benefits to each property, each residential and clubhouse lot in the District shall be treated as one (1) assessment unit with the following exceptions: 1) the Astoria Park property shall be treated as 17 assessment units, and 2) the fifteen (15) Lodge Residences condominiums under construction on the Lot 20 property shall each be treated as one-half (1/2) assessment unit for a total of 7.5 units for that property.

4. The cost of the Improvements for these projects which have not already been paid for by the District shall be paid over a term of twenty-five (25) years by a special assessment against each property of the District which shall be collected with county property taxes. If the issuance of bonds to finance the Improvements are approved by the qualified voters of the District at the Election, the District proposes to issue special assessment revenue bonds to pay for the Improvements, and the costs of issuing the bonds will be added to the costs of the Improvements. The principal of and interest on the bonds will be paid from the collection of the special assessment. Based on estimated interest rates for the financing of the costs of the Improvements, the total estimated cost per unit of assessment to pay for the Improvements including the cost of engineering, design and construction, the costs of issuing the bonds, and the interest costs over the life of the bonds, is a total of \$25,899,241.00. The costs are to be divided among the property owners of the District whereby each assessment unit will pay approximately \$6,662.00 per year over the 25-year assessment. The special assessment shall begin in 2024.

5. The Board will consider a resolution authorizing such improvements at a public hearing on Wednesday, November 29, 2023 at 2:00 p.m. at the Snake River Sporting Club – Clubhouse, 14885 Sporting Club Road, Jackson Wyoming 83001.

6. Maps, estimates and schedules showing the proposed improvements, the approximate amounts to be assessed, and all resolutions and proceedings shall be placed on file and may be seen and examined at the office of Grand Teton Property Management, 610 W. Broadway, Suite 203, Jackson, Wyoming 83001.

7. All complaints and objections concerning the proposed improvements by owners of property subject to assessment will be heard and considered by the Board before final action, under the provisions



of the Wyoming Administrative Procedure Act §§ 16-3-101 through 16-3-115. All objections and complaints to the proposed special assessment must be submitted in writing and received by the Secretary of the Board at or before the public hearing on November 29, 2023 at 2:00 pm. Objections may be sent to the Board at Snake River Sporting Club Improvement and Service District – c/o Grand Teton Property Management, PO Box 2282, Jackson, Wyoming 83001, Attention: Joe Scott, Secretary of the Board of Directors of Snake River Sporting Club Improvement and Service District. The complaint or objection must be signed by the property owner and must state the reason for the complaint or objection.

Maureen Murphy

Teton County Clerk

Publish: November 22, 2023

*Jackson Hole News & Guide*

November 26, 2023

SRSC ISD

c/o Grand Teton Property Management Company

Attention: Joe Scott, Secretary of the Board

Dear Members of the SRSC ISD Board of Directors:

We are writing to formally object to the proposed special assessment adopted by the SRSC ISD for the bridge replacement and road improvements as published in the Jackson Hole News and Guide on November 22, 2023.

Our objections are based upon the SRSC ISD Board's failure to comply with clearly mandated applicable Wyoming laws as well as the SRSC ISD's bylaws governing conflicts of interest. As you know, the SRSC ISD, as a subdivision of the state of Wyoming, is subject to Wyoming conflict of interest statutes. These statutes prohibit an ISD board member from voting on "any issue that would, in any way, benefit them personally" (W.S. 6-5-106 and W.S. 16-6-118). These statutes prohibit an ISD board member from requesting or receiving "any pecuniary benefit" unless that ISD member "discloses the nature and extent of his pecuniary interest to all parties concerned...and does not participate during consideration and vote thereon and does not attempt to influence any parties." The Wyoming Special District Election Act provides that no ISD director shall be directly interested financially in any contract, work done or property purchased by the district unless the director has "made full public disclosure and the board has unanimously approved his financial interest."

The SRSC ISD's own bylaws similarly address conflicts of interest. Article 13, Section 3 provides:

"In certain instances, a Director may have an interest, either directly or indirectly, in any contract or in the performance of any work, the making or letting of which the Director may be called upon to act or vote, or the Director may be an agent or otherwise represent any person, company or corporation with respect to any application for bid or for any contract work upon which the Director may be called to vote. In such instance, the Director shall immediately disclose to all contracting parties the nature and extent of the conflict, shall immediately recuse him or herself from all discussions and votes regarding said contract(s), and shall refrain from influencing any of the contracting parties. Furthermore, the Director who has an interest in any contractor agreement shall not act on behalf of the Board with respect to the inspection, operation, administration, or performance of the contract."

On numerous occasions during ISD meetings, and specifically on November 1, 2, 8, 9 and 10, 2023, during the discussions regarding proposed assessments, Mr. Swann participated in and influenced the discussions to his personal benefit, in violation of the conflict of interest statutes cited above. Mr. Swann went so far as to threaten litigation should a proposal to increase the allocation to a property he has a financial interest in were approved. These meetings were recorded and thus these recollections can be independently reviewed for

accuracy. We would like to request that these recordings be preserved and that all board members and the Teton County Clerk listen to them in light of the conflict of interest statutes in both Wyoming state law and the SRSC ISC bylaws. Elements of the proposed assessment were discussed numerous times with Mr. Swann's full participation, and with his clear efforts to influence the vote prior to the final meeting on November 14, 2023. The fact that Mr. Swann finally disclosed his financial interest at the November 14, 2023 meeting, and recused himself from participating in the discussion and voting, does not nullify his actions at the preceding meetings. They clearly attempted to influence the outcome, making the proposed assessment approval process in violation of both Wyoming and SRSC ISC bylaws conflict of interest policies.

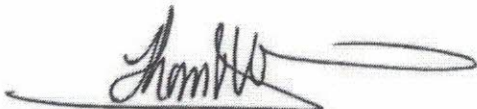
In June 2023, the SRSC ISD unanimously passed resolutions and a budget contemplating an allocation of 17-18 units to Mr. Swann, the developer, for the condo hotel. Inexplicably, at the November 2, 2023 meeting, this number was reduced to 7.5 units, ostensibly due to the removal of spa and employee housing units and the assignment of half-unit status to approximately 15 hotel units. This unequivocally benefits the developer at the expense of the SRSC ISD homeowners. We maintain, and the recordings of the meetings will substantiate this, that Mr. Swann influenced this allocation decision in violation of Wyoming and SRSC ISD regulations, thus rendering it null.

We believe that the correct course of action is for the board to reinstate the 17-18 unit allocation to the developer. It is imperative that the SRSC ISD board vigorously comply with all statutes, regulations and requirements, and adhere to all generally accepted board best practices. It is only in this manner that trust in the ISD governance will be renewed.

We respectfully request that this letter be read by the Grand Teton Management Company representative at the assessment hearing and placed in the minutes with a copy to the Teton County Clerk.

We request Joe Scott, as Secretary of the SRSC ISD, and the Teton County Clerk each review the SRSC ISD board's books and records, as well as the internal communications among SRSC ISD board members related to the proposed tax assessment, to confirm that the SRSC ISD's vote with respect to the Bridge Replacement Project and Road Improvement Project and related tax assessment were not improperly influenced or taken. We further demand that Mr. Scott and the Teton County Clerk confirm that the proxy materials sent to owners are not defective due to a failure to disclose apparent conflicts of interests, as well as discrepancies between the proposed assessment and the June 2023 budget adopted by the SRSC ISD.

Sincerely,

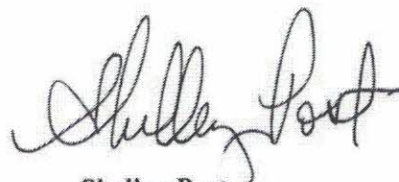


Thomas D. Wilson

ISD Members

15620 South Wagon Road

Jackson, Wyoming 83001



Shelley Post

## ADDENDUM C

Good morning,

As a neighboring landowner and supporter of the success of the SRSC community, we at Astoria were pleased to support today's ballot measure. We believe that moving forward with the bridge is for everyone's benefit. We are likewise committed to ensuring the long-term sustainability of Astoria Park Conservancy and our facilities-a world-class amenity for SRSC homeowners and visitors.

The special assessment hearing is tomorrow and we commit to being transparent about our position. We are writing to share that we plan to oppose this assessment **before tomorrow's hearing**. We have strived to reach an agreement with the ISD board and offered to support a 15% assessment for Astoria (twice what our current agreement reflects) and an annual six-figure commitment. However, an MOU has not been executed. **We do not have the assurances that our offer of 15% will be upheld, and so we are unable to support the special assessment in its current form. It's analogous to signing a blank check to a contractor without a formal agreement in place.**

As a reminder, any landowner can oppose this special assessment on or before tomorrow's 2 p.m. hearing. **Objections do not have to stall the project but would require the ISD board to follow its mandate to be fair and equitable to all members, Astoria included, regarding the cost of the debt in question.**

The board invites you to contact Paige directly to talk more about Astoria's position, given that time is of the essence - [paige@astoriapark.org](mailto:paige@astoriapark.org) or 307-413-0219.

Thank You,

Astoria Park Conservancy Board of Directors