

FINAL

MINUTES
VIRGINIA OUTDOORS FOUNDATION
BOARD OF TRUSTEES MEETING
IVY CREEK FOUNDATION – EDUCATION BUILDING CHARLOTTESVILLE
JULY 22, 2011

ATTENDEES:

BOARD OF TRUSTEES:

Hank Hartz
Mark Allen
Charlie Seilheimer
Jeff Walker
Suzanne Lacy
Ben Chafin
Harry Atherton

STAFF:

Bob Lee, Executive Director
Leslie Grayson, Deputy Director, Policy and Land
Acquisitions
Tamara Vance, Deputy Director, Easements
Martha Little, Deputy Director, Stewardship
Ruth Babylon, Easement Project Manager
Sherry Buttrick, Assistant Director, Easements
Bobbie Cabibbo, Executive Assistant
Maria Critzer, Administrative Assistant
Kristin Ford, Assistant Director, Easements
Brian Fuller, Assistant Director, Stewardship
Kerry Hutcherson, Staff Attorney
Neal Kilgore, Easement Project Manager
Josh Gibson, Easement Project Manager
Jason McGarvey, Communications & Outreach
Manager
Erika Richardson, Stewardship Specialist
Bruce Stewart, Staff Attorney
Estie Thomas, Easement Project Manager
Laura Thurman, Easement Project Manager
Philip Reed, Easement Project Manager

OTHER ATTENDEES:

Brett Glymph, Office of the Attorney General
Fred Fisher, Office of the Attorney General
Nancy Ambler, Wood Thrush Conservation
Beth Burnam, Piedmont Environmental Council
Ed Carter, citizen
Ned Carter, Blueline Conservation
Wayne Chatfield-Taylor, citizen
Rob Farrell, Department of Forestry
Anne Freeman, citizen
George Freeman, Attorney
Catharine Gilliam, citizen
Todd Hochrein, VA Conser. Credit Exchange
Maral Kalbian, citizen
Sara Long, VOF intern
Nan Mahone, Conservation Partners
Jenn Marly, VOF intern
Forbes Reback, Attorney
Howard Thomas, citizen

Call to order by the Chairman at 10:00 am

INTRODUCTIONS

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PUBLIC COMMENTS

Catharine Gilliam, Conservation and Historic Community Collaboration shared concerns about the Cross Keys Battlefield. A copy of her comments is filed with the permanent record.

Wayne Chatfield Taylor, shared concerns about the plan to change the Morgan's Ford Bridge in Warren County. A copy of his comments is filed with the permanent record.

Mr. George Freeman, co-author of the Open Space Land Act, spoke about the Byrd Act in reference to the Morgan's Ford Bridge.

APPROVAL OF THE ORDER OF BUSINESS

The following projects were removed from the Agenda: Mitchell, Garber, Skylark, Thompson, Hamblin. The Larmer Easements were added to the Agenda.

APPROVAL OF MINUTES

Motion made by Jeff Walker to approve the minutes of both April 28, 2011 and April 27, 2011 as presented; motion seconded by Charlie Seilheimer and passed unanimously.

DIRECTORS' REPORTS

Bob Lee reported that VOF will have a presence at the Farm Bureau Annual meeting on 29 November; that as of 7/21/2011 there are \$79M + left in the 2011 Land Preservation Tax Credit allocation.

Leslie Grayson reported: 29 projects recorded thus far in 2011 for a total of 4072 new acres and 11 of those projects were less than 100 acres. There are 91 projects that have been approved by the board (within the last 12 months) but are unrecorded totaling 17, 830 acres. Today there are 11,768 new acres for the Board's approval.

OWNED LANDS

Leslie Grayson reported:

Bull Run – new signs and fencing are up on the ridge to provide direction to visitors and protect sensitive areas. More signage is underway, and these improvements were well received by the visiting public. The use agreement for the "White Rocks" is in place and they are now part of VOF's responsibility.

Kohl's Island - survey work is close to completion and a work day was held to remove invasive species.

House Mountain - study going on with Department of Game and Inland Fisheries regarding nesting peregrine falcons.

Sale parcels – request for bid for appraisals, have received responses and pending selection of an appraiser.

Tamara Vance reported that there is a full load of projects for the October meeting; Stewardship staff is helping with Base Document Reports (BDRs).

Martha Little reported that the 1704 Stafford County process has been postponed until October at the request of the county. Charlie Seilheimer reminded us that easements will have first priority on the Agenda in October.

VOLUNTEER REPORT

Jason McGarvey gave a report on the VOF Volunteer Program. VOF has 28 active volunteers that have logged 783 hours between 1/1/2011 and 6/30/2011.

POLICY DISCUSSIONS

ACUB Resolution - Amend Resolution to include a step where the Executive Director would provide advance notification of the detail of an easement to the Board via electronic mail. After review, any member of the Board can request that the easement be presented at the following meeting vs. approved by the Executive Director. Motion made by Harry Atherton to adoption the resolution as amended; motion seconded by Jeff Walker and passed unanimously. ATTACHMENT 1

PRESERVATION TRUST FUND (PTF) PROJECTS

PTF Easement -Angell -Franklin County - 366 acres Amend easement by adding language restricting dwellings on prime and important soils as identified by the USDA to Section II.2 (a). Motion made by Charlie Seilheimer to award \$6,500 in PTF monies and approve easement as amended; motion seconded by Suzanne Lacy and approved unanimously.

PTF Easement -Angel France -Franklin County - 241.23 acres Amend easement by adding language restricting dwellings on prime and important soils as identified by the USDA to Section II.2 (a). and add Public Infrastructure Enhancement (PIE) road language with a 25' Right of way from the center line. Motion made by Harry Atherton to approve easement as amended and award \$6,500 of PTF monies; motion seconded by Suzanne Lacy and passed unanimously.

PTF Easement/ ASSIGNMENT/RECONSIDERATION - Robertson -Giles County - 400 +/- Motion made by Harry Atherton to approve easement as presented; motion seconded by Charlie Seilheimer and approved unanimously.

Tamara Vance will provide Board with paper dtd 5/31/11 titled "*Notes on Potential "Inconsistent Uses in Conservation Easements"*" authored by Jim McLaughlin for Conservation Partners.

PTF Easement - Winding River Farms, LLC – Augusta County- 188.062 acres Amend easement to: Remove "plowing and cultivation" from Section II.5. **Riparian Buffer** (i) (e) and in Section II.2.(b) large agricultural buildings are limited to agricultural, forest and equine uses as approved by VOF. Motion made by Mark Allen to award \$6,500 in PTF monies and approve easement as amended; motion seconded by Suzanne Lacy and passed unanimously.

PTF Easement - Pratt - Smyth County - 322 acres **NOTE:** Acreage may be higher but won't be less than 322 acres. Motion made by Charlie Seilheimer to award \$6,500 of PTF monies for legal and appraisal costs plus an additional \$2,000 of PTF monies for a survey if required by VOF and contingent upon a VOF acceptable legal description and creation of a accurate map; motion seconded by Jeff Walker and passed unanimously.

PTF Easement - Buchanan - Smyth County - 321 acres Motion made by Harry Atherton to award \$6,500 of PTF monies and approve easement as presented; motion seconded by Mark Allen and passed unanimously.

PTF Easement - Willoughby- Holly - Bedford-204.95 acres Motion made by Jeff Walker to approve easement as presented and award \$5,500 in PTF monies; motion seconded by Suzanne Lacy and passed unanimously.

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PTF Easement - Willoughby-Linwood -Bedford-334.1 acres Amend easement: to allow structures associated with Willoughby Family Cemetery and require prior approval of VOF to enlarge the barn currently located within the 500-foot setback. Motion made to approve easement as amended with no PTF money awarded; motion seconded by Harry Atherton and passed unanimously.

The Preservation Trust Fund Committee noted that in the future general guidance is \$ 6,500 as a maximum PTF award and \$50,000 is the average annual income for eligible applicants.

PROJECTS

Bonnie - Amendment -Loudoun-0 acres Motion made by Charlie Seilheimer to accept easement as presented: motion seconded by Jeff Walker passed unanimously.

Gray - Easement – Washington - at least 100 acres NOTE: VOF attorneys will work with NRCS attorneys to make minor modifications to the FRPP deed language acceptable to VOF. Motion made by Jeff Walker to allow VOF attorneys to make minor modifications as noted above; motion seconded by Suzanne Lacy and passed unanimously.

Meek - Easement – Smyth -193 +/- acres Motion made by Jeff Walker to approve easement as presented (with 3 parcels and 3 dwellings); motion seconded by Harry Atherton and passed unanimously.

Sammy T. Robinson Living Trust – Easement - Washington County 271 acres Amend easement to put in 2 building envelopes for 2 dwellings and remove the soil protection zone due to vast sink-hole protection provided. Motion made by Jeff Walker to approve easement as amended; motion seconded by Suzanne Lacy and passed unanimously.

Paige and Thelma White - Easement – County 50 acres +/- acres NOTE: This item was not on the promulgated Agenda. Original presentation noted 172 acres. Discovered survey verifies that property is 133 acres. Amend easement to remove ability to divide property and allow 2 dwellings with no other changes to terms of easement as presented on September 2, 2010. Motion made by Charlie Seilheimer to amend easement; motion seconded by Jeff Walker and passed unanimously.

Larmer - Reconsideration for extension of acceptance of easement and of PTF award – Smyth County 32 +- acres: NOTE: This item was not on the promulgated Agenda. Both easements were presented at the September 2, 2010 meeting; 32 acres and 39.75 acres. Owner is requesting an extension of the PTF funding and acceptance period; no changes to easements as presented in September 2010. Motion made by Charlie Seilheimer to approve the extension of acceptance and PTF funding of both easements; motion seconded by Jeff Walker and passed unanimously.

Camden Farm - ACUB Purchase Easement – Caroline County - 449 acres NOTE: After a survey is done the map that represents the no build zone will be updated for the BDR. Motion made by Charlie Seilheimer to approve easement as presented; motion seconded by Mark Allen and passed unanimously.

Hall - Easement Reconsideration – Northumberland County - 8.8 acres Motion made by Mark Allen to approve easement as presented and to waive the Reconsideration Fee; motion seconded by Charlie Seilheimer and passed unanimously.

Hudnall - Easement Reconsideration - Lancaster and Northumberland Counties - 771.08 acres Motion made by Charlie Seilheimer to waive Reconsideration Fee and to approve easement as presented; motion seconded by Jeff Walker and passed unanimously.

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Ware Farm LLC - Easement – Essex County - 412.543 acres Motion made by Charlie Seilheimer to approve easement as presented; motion seconded by Mark Allen and passed unanimously.

Woolford Trust - Easement Reconsideration - King William County - 452 +/- acres Motion made by Charlie Seilheimer to approve easement as presented; motion seconded by Jeff Walker and passed unanimously.

Hamblin - Easement – Westmoreland County - 122.4 acres Removed from the Agenda

Thompson - Easement – Accomack County - 140.59 acres Removed from the Agenda

Jones - Amendment – Giles County - 45 +/- acres Motion made by Harry Atherton to approve easement as presented; motion seconded by Suzanne Lacy passed unanimously.

Schug - Easement – Montgomery County - 62.78 acres Motion made by Charlie Seilheimer to approve easement as presented; motion seconded by Suzanne Lacy and passed unanimously.

Goette - Easement – Giles County - 59.94 acres – Amend easement to allow cutting of the 3 acres of white pines. Motion made by Harry Atherton to approve easement as amended; motion seconded by Charlie Seilheimer and passed unanimously.

JBC - Easement Reconsideration – Montgomery County - 78 acres Motion made by Harry Atherton to approve easement reconsideration as presented and waive the reconsideration fee; motion seconded by Suzanne Lacy and passed unanimously.

Martin - Amendment - Franklin County Motion made by Charlie Seilheimer to approve amendment as presented; motion seconded by Jeff Walker and passed unanimously.

River Ridge Land & Cattle Co. - Easement Reconsideration – Grayson County - 339 acres Motion made by Charlie Seilheimer to approve easement reconsideration as presented and waive the reconsideration fee; motion seconded by Harry Atherton and passed unanimously.

Bishel - Easement – Campbell County - 12.238 acres Amend easement to include road PIE language with a 50' maximum right of way. Motion made by Mark Allen to approve easement as amended; motion seconded by Jeff Walker and passed unanimously.

The Board indicated that it is no longer necessary to outline all the analysis and factors considered if the staff conclusion is NOT recommending inclusion of PIE language for an easement project with frontage on a Byrd Act road. The Board would still like to see the details and analysis factors in the case where staff IS recommending inclusion of PIE language on Byrd road frontage.

Clark - Amendment – Orange County - 8.48 acres Motion made by Charlie Seilheimer approve easement as presented contingent upon approval of the Orange County Board of Supervisors; motion seconded by Jeff Walker and passed unanimously.

Faulconer - Easement – Orange County - 31.48 acres Motion made by Suzanne Lacy to approve easement as presented; motion seconded by Charlie Seilheimer and passed with a vote of 5 to 2 with Jeff Walker and Hank Hartz dissenting.

Garbaccio - Easement – Orange County - 217.256 acres Motion made by Charlie Seilheimer to approve easement contingent upon approval of the Orange County Board of Supervisors; motion seconded by Suzanne Lacy passed unanimously.

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Miller - Amendment – Madison County -0 acres Motion made by Charlie Seilheimer to approve amendment as presented; motion seconded by Suzanne Lacy and passed unanimously.

Thacher - Easement – Albemarle County - 19.736 acres Motion made by Charlie Seilheimer to approve easement as presented; motion seconded by Harry Atherton passed unanimously.

Wilkinson - Easement – Greene County - 92.3 acres Motion made by Jeff Walker to approve easement as presented; motion seconded by Harry Atherton passed unanimously.

Ridge Top Land Trust (Lightburn) - Easement – Louisa County - 582.36 acres Attorney Forbes Reback spoke during this easement consideration. Motion made by Suzanne Lacy to approve easement as presented (i.e. 4 parcels as recommended by staff) contingent upon approval by Louisa County Board of Supervisors; motion seconded by Jeff Walker and passed unanimously.

Black Mtn. - Easement – Rockbridge County - 188.056 acres Motion made by Suzanne Lacy to approve easement as presented; motion seconded by Jeff Walker and passed unanimously.

Cave Hill Farm, LLC - Easement – Rockingham County -1 65.711 acres Motion made by Charlie Seilheimer to approve easement as presented; motion seconded by Jeff Walker and passed unanimously.

Covington – Stormy Hill - Easement – Augusta County - 231.6 acres Motion made by Mark Allen to approve easement as presented; motion seconded by Jeff Walker passed unanimously.

Craun, Day - Easement – Augusta County - 165.503 acres Amend easement to remove the PIE language concerning the Byrd Act road. Motion made by Suzanne Lacy to approve easement as amended; motion seconded by Jeff Walker passed unanimously.

Mah Investments, LLC - Easement – Bath County - 166.563 acres Motion made by Mark Allen to approve easement as presented; motion seconded by Jeff Walker passed unanimously.

Revercomb - Easement – Bath County - 701.095 acres Amend easement to : 1. Remove the “From a height of 6 feet above the surface of state Route 629” and change to state that new houses built east of Mill Creek should not be visible “from the road” 2. Allow for additional exceptions to specific spots in the buffer language where the fence is currently closer than 35’ from the top of the bank of the creek. Motion made by Charlie Seilheimer to approve easement as amended; motion seconded by Suzanne Lacy and passed unanimously.

Rice - Easement – Bath County - 297.857 acres Motion made by Suzanne Lacy to approve easement as presented; motion seconded by Jeff Walker and passed unanimously.

Stone Tavern, LLC - Easement –Rockbridge County - 169 acres Amend easement to change building envelopes from how they are pictured on map presented to a 200’ diameter using a GPS point allowing houses within that 200’ diameter. Motion made by Jeff Walker to approve easement as amended; motion seconded by Charlie Seilheimer and passed unanimously.

Wade - Easement – Rockbridge County - 264.68 acres Motion made by Suzanne Lacy to approve easement as presented; motion seconded by Mark Allen and passed unanimously.

Kincheloe - Birmingham - Easement – Culpeper County -291.7 acres Motion made by Jeff Walker to approve easement as presented; motion seconded by Mark Allen passed unanimously.

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Kincheloe – Morton’s Lane - Easement – Culpeper County - 86.0743 acres Motion made by Harry Atherton to approve easement as presented; motion seconded by Jeff Walker and passed unanimously.

Lenahan - Easement – Fauquier County - 180.5417 acres – NOTE: Board strongly recommends removing from easement consideration the property south of Rt. 764. Motion made by Charlie Seilheimer to approve easement as presented or with the property south of Route 764 excluded from the easement; motion seconded by Jeff Walker and passed unanimously.

Merrigan - Easement – Culpeper County- 530.84 acres NOTE: Battlefield protection language to work with adjacent DHR easement. Motion made by Suzanne Lacy to approve easement as presented; motion seconded by Harry Atherton and passed unanimously.

Harry Atherton suggested that the Board and Staff revisit the Winery/Restaurant policy at the first meeting in 2012.

Sinclair - Easement – Greene County -198.009 acres Amend easement to specify that a bed and breakfast is allowed in the existing dwelling without exterior alteration. Motion made by Charlie Seilheimer to approve easement as amended; motion seconded by Jeff Walker and passed unanimously.

Vermont Farm (Mochary and Wine) - Easement – Fauquier County - 244.402 acres Motion made by Charlie Seilheimer to approve easement as presented or with the less than 1 acre property south of Route 724 excluded from easement; motion seconded by Harry Atherton passed unanimously.

vonRaab - Easement – Madison County - 68.86 acres Motion made by Charlie Seilheimer to approve easement as presented; motion seconded by Harry Atherton and passed unanimously.

Skylark - Easement – Nelson County - 361.81 acres Removed from consideration.

Cassidy - Easement Reconsideration – Fluvanna County- 66 acres Motion made by Jeff Walker to approve easement as presented; motion seconded by Harry Atherton and passed unanimously.

Jones -ACUB, Partial Purchase Easement - Lunenburg & Brunswick Counties - 554.66 acres Amend easement to require livestock exclusion. Motion made by Charlie Seilheimer to approve easement as amended; motion seconded by Jeff Walker and passed unanimously.

Marr – Easement - Albemarle County - 96.09 acres Motion made by Mark Allen to approve easement as presented; motion seconded by Suzanne Lacy and passed unanimously.

Nottoway Publishing Co. -ACUB, Partial Purchase Easement – Brunswick County - 1 45.76 acres
Motion made by Charlie Seilheimer to approve easement as presented; motion seconded by Jeff Walker and passed unanimously.

Old, “Knotts Neck Farm” - Easement – Reconsideration (2007) – City of Suffolk - 149 acres Amend easement to include VOF attorney approved language for a school/camp on the property. Motion made by Jeff Walker to approve easement as amended; motion seconded by Charlie Seilheimer passed unanimously.

Roberts, Windy Springs Farm - Easement –Amelia County - 216.072 acres Motion made by Charlie Seilheimer to approve easement as presented, motion seconded by Jeff Walker passed unanimously.

Meeting adjourned.

**VIRGINIA OUTDOORS FOUNDATION
BOARD OF TRUSTEES
RESOLUTION FOR ADMINISTRATIVE APPROVAL & ACCEPTANCE OF FORT
A.P. HILL & FORT PICKETT ARMY COMPATIBLE USE (ACUB) BUFFER
PURCHASES/PARTIAL PURCHASED EASEMENTS**

WHEREAS, both Fort A.P. Hill & Fort Pickett in Virginia have been determined to be United States military training facilities of considerable and increasing importance; and

WHEREAS, Fort A.P. Hill has been authorized to receive funding under the United States Department of Defense's program under Section 2811 of the National Defense Authorization Act and has been authorized to develop and initiate an Army Compatible Use Buffer Program for purchase of conservation and open-space easements on private properties to assure that land uses adjacent to or near Fort A. P. Hill are compatible with the military training activities conducted at Fort A.P. Hill; and

WHEREAS, Fort Pickett has been authorized to receive funding under the United States Department of Defense's program under Section 2811 of the National Defense Authorization Act and has been authorized to develop and initiate an Army Compatible Use Buffer Program for purchase of conservation and open-space easements on private properties to assure that land uses adjacent to or near Fort Pickett are compatible with the military training activities conducted at Fort Pickett; and

WHEREAS, the issue of timing is sometimes 'of the essence' in completing ACUB projects when federal funding becomes available; and

WHEREAS, the VOF Board of Trustees usually meets once every three months and requiring the VOF Board of Trustees to approve all ACUB projects in advance of their completion may create a conflict with federal funding timelines; and

WHEREAS, the Virginia Outdoors Foundation and the Virginia Department of Forestry are eligible holders pursuant to the Virginia Open-Space Land Act (1950 Code of Virginia, as amended, Section 10.1-1700 et seq.), of easements proximate to Fort A.P. Hill & Fort Pickett that are fully-purchased or partially-purchased with ACUB funding; and

WHEREAS, the VOF Board of Trustees currently approves all open-space easement proposals and has not previously delegated authority to the VOF staff for such approvals; and

WHEREAS, the Virginia Outdoors Foundation wants to cooperate with nonprofit, state, and federal partners to protect properties proximate to Fort A.P. Hill & Fort Pickett so that land uses not compatible with the military training missions at the bases do not proliferate; and

WHEREAS, establishing an expedited process for the Virginia Outdoors Foundation to approve and accept the conveyance of fully-purchased or partially-purchased ACUB easements identified by land conservation partners including the staff at Fort A.P. Hill, Fort Pickett, the Virginia Department of Forestry, the Nature Conservancy, the Conservation Fund, the Trust for Public Land, and the Ward Burton Wildlife Foundation is deemed to be in the best interest of VOF's program and the best interest of all participating land conservation partners; now, therefore, be it

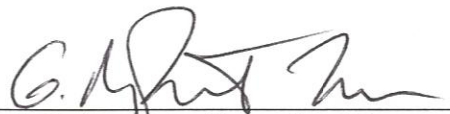
RESOLVED by the Board of Trustees of the Virginia Outdoors Foundation this 21st day of July 2011, That the Executive Director of the Virginia Outdoors Foundation be, and is hereby, directed and authorized to administer an expedited process (the "Fast Track Review Process") for approval & acceptance of Fort A.P. Hill & Fort Pickett ACUB project easements to be held by the Virginia Outdoors Foundation according to the following procedures and conditions:

1. Each ACUB easement project shall be submitted and approved through the standard Stage 1 review process. Whenever feasible given the ACUB program's federal funding timeline, each project shall also be submitted through the review processes of both the Stage 2 review team and the Board of Trustees.
2. If the Stage 1 review team determines that submitting an easement project through the review processes of both the Stage 2 review team and the Board of Trustees may create a scheduling conflict with the ACUB program's federal funding timeline then the project shall be eligible for the Fast Track Review Process.
3. Any easement project submitted through the Fast Track Review Process shall be reviewed and approved by the Fast Track Review Team (comprised of VOF Staff Counsel, the Easement Division Deputy Director and the Stewardship Division Deputy Director), according to the following conditions:
 - a. Easement terms shall clearly meet or be better than VOF Guidelines.
 - b. The easement deed language shall conform to the standard VOF template with no significant variations in deed language that might negatively impact conservation value protection, as determined by VOF Staff Counsel.
4. After an easement project has been reviewed and approved by the Fast Track Review Team, it shall be submitted to the Executive Director.
5. The Executive Director is directed to send to the Board of Trustees, via email, a copy of the final easement documents and after review, any member of the Board can request more information or request that the easement be removed from the Fast Track Review Process and be presented at the next Board of Trustees meeting.
6. With no Board objections, the Executive Director can then approve, accept and sign easement.
7. Once approved and accepted by signature of the Executive Director, staff shall ensure that the deed of easement is duly recorded.
8. The Executive Director shall report the project as approved and proceeding (or completed, if applicable) at the next scheduled Board meeting; and, be it

RESOLVED FURTHER, That the Chairman of the Board of Trustees shall be vested with discretionary authority to delay administrative approval of any Fort A.P. Hill or Fort Pickett open-space easement until the next scheduled meeting of the Board of Trustees if it appears that there are policy or program issues that require the attention of the Board of Trustees.

Approved by a vote of the VOF Board of Trustees: 7 in favor & 0 against

ATTEST:


 G. Robert Lee, Executive Director