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**MINUTES**  
**VIRGINIA OUTDOORS FOUNDATION (VOF)**  
**BOARD OF TRUSTEES MEETING**  
**LORD FAIRFAX COMMUNITY COLLEGE**  
**WARRENTON, VA**  
March 26, 2015 10:00 am

Attendees:

**Board of Trustees**

Stephanie Ridder, Chair

Childs Burden

Elizabeth Obenshain

John Richardson

Peter Bance

Tom Slater

Absent: Brent Thompson

**Other Attendees**

Fred Fisher, Office of the Attorney General

Rich Mahevich, Office of the Attorney General

Lee Merrill, Co-President, Rockbridge Area  
Conservation Council (RACC)

Terrell Bowers, Interested Citizen

Nan Mahone, Conservation Partners

Heather Richards, Piedmont Environmental Council  
(PEC)

Barbara Walsh, Executive Director, RACC

Jared Jenkins (attorney), RACC

Maggie McQuilliam, PEC

Lyndsay Duncan, WorldView Solutions

Bridgette Rivers, WorldView Solutions

Nancy Ambler, Wood Thrush Land Conservation, LLC

**Staff**

Brett Glymph, Executive Director

Sherry Buttrick, Assistant Director, Easements

Bobbie Cabibbo, Executive Assistant

Martha Little, Deputy Director, Stewardship

Kristin Ford, Assistant Director, Easements

Leslie Grayson, Deputy Director, Policy & Acquisitions

Kerry Hutcherson, Staff Attorney

Dave Morton, IT/GIS Manager

Philip Reed, Easement Project Manager and Landowner  
Relations Coordinator

Amanda Scheps, Owned Lands Manager

Estie Thomas, Easement Project Manager

Laura Thurman, Easement Project Manager

Bruce Stewart, Staff Attorney

Tamara Vance, Deputy Director, Easements

Justin

Erika Richardson, Stewardship Manager

Neal Kilgore, Easement Project Manager

Ruth Babylon, Easement Project Manager

Meeting brought to order by Steph Ridder at 10:01 am.

Motion made by Mr. Slater to go into Closed Session to discuss with and taking briefings from staff regarding the pending matter of PAA/PEC and House Mountain threatened legal action in accordance with Code §2.2.-3711 (a)(7); motion seconded by Mr. Richardson and passed unanimously.

Upon returning from Closed Session, a voice vote certified that to the best of each Trustees knowledge, only matters lawfully exempted from FOIA and mentioned in the motion were discussed. All Trustees replied Aye.

**APPROVAL OF ORDER OF BUSINESS**

Mr. Slater motioned that the Order of Business be adopted and motion seconded by Mr. Burden; motion passed unanimously.

**APPROVAL OF MINUTES**

Mr. Slater asked that a correction to remove John Walker as an attendee and include Turner Broughton. Mr. Richardson asked that the record reflect that the Board was urged by the several speakers during the Public Comment period to adopt the Resolution concerning PEC and PAA. Its adoption was urged by the PAA supporters, including Delegate Pogge, Mr. Hurd and Ms. Boneta, No one to spoke in opposition to it, suggested changes to it or encouraged us to reject it.

Jared Jenkins, Attorney for Rockbridge Area Conservation Council (RACC) urged the Trustees to postpone adoption of the resolution to establish a House Mountain Advisory Committee. His main objection is to the whereas clause that states that the prior (1989) management agreement has expired. He continued saying that from a legal standpoint VOF cannot change the prior agreement just because VOF elects to. RACC is happy with the 1989 Agreement and believe there is no provision to change the management committee without RACC's approval. He represents that RACC is amenable to change the agreement but only if it is coupled with restrictive covenants in a deed that enshrine protections for House Mountain. He further warns that if VOF goes forward with adoption of the Resolution to establish an Advisory Committee, he expects to see us in court.

Lee Merrill is Co-President of RACC that is group with over 300 dues paying members. He believes that the Resolution to create a House Mountain Advisory Committee is premature and that VOF and RACC are close to resolving the logjam. He is concerned because no one from RACC has seen a copy of the draft House Mountain Management Plan that VOF is working on with two RACC designees. He believes that the Resolution to create an Advisory Committee is out of sequence. He ensured us that the only way RACC would try to divest VOF of the property or resort to legal action is if we DO pass this resolution. Mr. Merrill noted that RACC has not accepted that the original 1989 agreement, and committee structure included within it is no longer in play. He quoted excerpts from a letter from John Higgins, County Supervisor of Rockbridge County, which VOF received late March 25, 2016 and addressed to our Chair, Ms. Ridder - (See Attachment A).

Terrell Bowers read a prepared statement which reminded us that as we see with the Piedmont Agriculture Academy, which has gotten national attention, that people don't like abusive power or attacks on property. A copy of his comments are on file with the permanent record.

**EXECUTIVE DIRECTOR'S REPORT**

Brett Glymph reminded Trustees that our next meeting is June 25, 2015 in the John Barton Payne Building in Warrenton. The September meeting will be 2 days. Peter Bance has invited Trustees to take a trip on the Rappahannock River to view the good work of VOF from a different vantage point.

Brett thanked Jason McGarvey and Kerry Hutcherson for all the work they did as exemplary VOF ambassadors in the most recent session of the General Assembly. We look forward to continuing our relationship building with the General Assembly members.

Brett reviewed the changes to the tax credit law and the Preservation Trust Fund. The LPTC has been reduced to \$75 M per year, with annual redemption limits of \$20K per individual taxpayer for 2015 and 2016. For the Preservation Trust Fund, VOF will receive an additional \$750,K to the FY16 budget.

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In addition, the Supreme Court has agreed to hear the Wetlands American Trust, Inc. vs White Cloud Nine Ventures, L.P. case. The Virginia Attorney General's office has filed an Amicus Brief on behalf of land conservation agencies in Virginia and it will be a case that if heard may influence contemporary jurisprudence on conservation easements in Virginia.

### **DEPUTY DIRECTOR REPORTS**

#### **OWNED LANDS REPORT**

Leslie Grayson reported that the white rocks (High Point) on Bull Run Mt. have been closed for restoration and so far visitors have been respectful and the real test will be this spring. As the report showed, the stone house on the northern part of the Preserve had some restoration work completed and lastly, Brian Laposay our Natural Area Preserve Ranger is moving to Alaska, we have several outstanding candidates for the advertised position.

We have worked with two RACC appointees on the primary goals and principles for management of the property as the first step in crafting the House Mountain Management Plan. The Management Plan is now ready to move to the next step based on the agreed goals and principles. The Management Plan will need to be more fully fleshed out with additional input from stakeholders before being ready for general public comment. A House Mountain Advisory Committee (HMAC) is proposed in order to enable a working group to work on current and outstanding tasks as well as solutions for on the ground issues, such as adequate parking. That working group, as proposed, embodies former members, as well as representatives of the community and their respective institutions, including RACC members. VOF is depending on the HMAC members to represent and keep their respective institutions informed, which is standard practice for committees.

#### **RESOLUTION - ESTABLISHING THE HOUSE MOUNTAIN ADVISORY COMMITTEE - HMAC (RESOLUTION)**

A letter arrived via email late on March 25<sup>th</sup> from John Higgins, County Supervisor of Rockbridge County asking that the Trustees delay consideration of this Resolution but also stating that the County would be supportive of and willing to participate in an advisory committee. (ATTACHMENT A)

Mr. Slater requested that staff ensure the Trustees receive a copy of that letter and all other pertinent documents to the board and Mr. Richardson encouraged all parties get their information to the board sooner rather than later.

The deferring of this resolution may mean that we will cancel the meeting of HMAC on 3/27/15. Brett said that if VOF postpones considering the Resolution, we will then be in the position of acting as sole owners/advisors because the work to address basic tasks on House Mountain still needs to continue. Leslie Grayson shared that if there is an organization who objects to the idea of HMAC, that cannot keep VOF from moving ahead with basic property maintenance plans. Brett agreed and offered that perhaps we need to work with groups one on one vs. on an Advisory Committee. Ms. Obenshain said that delaying consideration/a vote on this Resolution is an extension of good faith, we are accommodating RACC's wish and the Trustees expect and hope greatly, and I can say this as a former board member of RACC, to see actions and decisions that support a strong partnership. She hopes that RACC is eager to come to an agreement with VOF and hopes that RACC steps forward in good faith.

Brett contradicted RACC's assertion that it was not notified of the termination of the 1989 agreement. Brett sent RACC a formal letter notice of VOF's decision to retire the 1989 agreement in the fall of 2013. This was after years of unsuccessful negotiation to revisit and revise the old agreement. She said that she is not sure how we can resolve this issue and make progress when RACC's counsel again said that if we do not defer, RACC will need

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to settle this in circuit court. It is nearly impossible to continue work and to collaborate with RACC while under the threat of legal action from the same group. Mr. Slater stated that we would not be able to debate this today.

A motion was made by Mr. Richardson to defer action on the Resolution to Establish a House Mountain Advisory Committee; motion seconded by Mr. Slater and passed unanimously. Trustees conveyed support for the Owned Land's staff and its past and continued outreach to community members, and acknowledge that the work to provide management for House Mountain needs to move forward.

The Trustees and staff broke for lunch at 12:35 and reconvened at 12:50 pm

### **BRIEF HISTORY OF VOF AND CURRENT EASEMENT PROGRAM**

Tamara Vance presented this history. A copy of this presentation is on file with the permanent record. Mr. Burden asked that these presentations be available on the VOF website.

### **NEXT GENERATION STEWARDSHIP – ENSURING LONG-TERM VIABILITY OF CONSERVATION EASEMENTS**

Martha Little gave this presentation and it is on file with the permanent record.

### **FREEDOM OF INFORMATION ACT (FOIA)**

Kerry Hutcherson, VOF's FOIA officer, moderated this presentation, which is on file (electronically) with the permanent record of this meeting in addition to the handout Kerry Hutcherson distributed.

### **PRESERVATION TRUST FUND PROJECTS**

**Easement - Dewayne J. Kimberlin - Smyth County - 320 +/- acres** - NOTE: The aggregate cap for dwellings is a hard cap, but the individual limits are considered a soft cap. Amend easement to replace Section A as distributed and a revision to the archeological language that moves it from the Buildings Clause to the Grading Clause. Motion made by Mr. Richardson to approve proposed easement as amended with \$10,375 in PTF monies; motion seconded by Mr. Slater and passed unanimously.

**Easement - K. A. Sizemore and Sons, LLC - Alleghany County - 162.379 acres** - Motion made by Ms. Obenshain to approve proposed easement as presented with \$6,000 in PTF monies; motion seconded by Ms. Ridder and passed unanimously.

**Easement - Jeanette C. & Horton M. Southall - Bedford County - 184.83 acres** - Amend proposed easement to clarify in Paragraph II that structures are allowed in the no build area but no dwellings or other buildings. Motion made by Mr. Burden to approve proposed easement as amended with \$7,300 PTF monies; motion seconded by Mr. Slater and passed unanimously.

**Easement - Richard J. Sutherland and Brenda R. Sutherland - Grayson County - 209.08 acres** – NOTE: The lien issues have been resolved and we are in receipt of the required county letter recommending approval. Motion made by Ms. Obenshain to approve proposed easement as presented with \$4,000 of PTF monies; motion seconded by Ms. Ridder and passed unanimously.

**CONSENT AGENDA PROJECTS**

The following easements all comply with VOF guidelines and a motion was made by Ms. Ridder to approve the four proposed easements below as presented; motion seconded by Mr. Slater and passed unanimously.

**Easement - Madison E. Marye Revocable Trust - Montgomery County - 79.534 acres**

**Easement - Robert D. & Christine Ross - Roanoke/Franklin County - 203.3 acres**

**Easement - Davis Living Trust - Richmond County - 77.3 acres**

**Easement - Kitchen, Ann Pope "Sandy Hill Farm" - Southampton County - 431.44 acres**

**LAND CONSERVATION PROJECTS**

**Easement - George Andrew Gehrken and Anna Price Gehrken – Patrick County - 102 + acres** Note: the acreage is 109 vs. 102 on the Summary Sheet; the Summary is correct in describing the no build section, but the accompanying map is labeled incorrectly – the elevations are incorrect. Amend easement to clarify that the riparian buffers have livestock exclusions with the typical VOF exceptions. Motion made by Ms. Ridder to approve proposed easement as amended; motion seconded by Ms. Obenshain and passed unanimously.

**Easement - Madison E. Marye Revocable Trust & Charlotte M. Hawes - Montgomery County- 41.781 acres** – Amend easement to clarify that the riparian buffers have livestock exclusion with the typical VOF exceptions. Motion made by Ms. Obenshain to approve proposed easement as amended; motion seconded by Mr. Burden and passed unanimously.

**Easement - Boxerwood Education Association, Inc. - Rockbridge County - 15.462 acres** – Motion made by Ms. Ridder to approve proposed easement as presented; motion seconded by Mr. Slater and passed unanimously.

**Amendment - Buffalo Forge, LLC - Rockbridge - n/a** – Motion made by Ms. Ridder to approve proposed amendment as presented ; motion seconded by Mr. Slater and passed unanimously.

**Easement - Emund DeJarnette, Jr.; Bruce C. Gottwald; Floyd D. Gottwald; S. Buford Scott - King William – 35 acres** – This proposed easement was removed from consideration.

**Easement - Pamunkey Game Club, Inc. - King William - 91.920 acres** - This proposed easement was removed from consideration.

**Easement - Jane B. Ruffin - Hanover - 283.466 acres** – Motion made by Ms. Ridder to approve proposed easement as presented; motion seconded by Mr. Bance and passed unanimously.

**Easement - West Marlbourne LC - Hanover - 169.93 acres** – Motion made by Ms. Obenshain to approve proposed easement as presented; motion seconded by Ms. Ridder and passed unanimously.

**Easement - Bear Dog LLC - Goochland - 967.738 acres** – Amend easement to:

1. add one dwelling for a total of 3 and specify that two may not each exceed 10,000 square feet of above ground enclosed living area and one of which is not to exceed 2,000 square feet and may be located on the river.
2. change the skeet language to clarify and ensure that any such activity is subordinate or accessory to hunting activities.

Motion made by Ms. Obenshain to approve proposed easement as amended; motion seconded by Ms. Ridder and passed unanimously.

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**RECONSIDERATION Easement ACUB Ft. Pickett - John E. Cave, Jr. - Nottoway - 294.61 acres** – Motion made by Ms. Ridder to approve proposed easement as presented subject to the funds being placed in escrow until the Estate is settled; motion seconded by Mr. Slater and passed unanimously.

**Easement - James. E. Edmunds, II - Halifax - 777.307 acres** – Motion made by Ms. Ridder to approve proposed easement as presented; motion seconded by Ms. Obenshain and passed unanimously.

**Easement - Green Springs Timber, LLC - Fluvanna and Goochland - 347.15 acres** – Motion made by Mr. Burden to approve proposed easement as presented; motion seconded by Mr. Slater and passed unanimously.

**Easement - H. Curtis Pearson, Jr. - Buckingham - 164.3 acres** – Motion made by Ms. Ridder to approve proposed easement as presented; motion seconded by Mr. Burden and passed unanimously.

**Easement - H. Curtis Pearson, Jr. - Buckingham - 344 +/-0 acres** – Motion made by Ms. Ridder to approve proposed easement as presented; motion seconded by Mr. Burden and passed unanimously.

Motion to adjourn made by Mr. Richardson; motion seconded by Mr. Slater and passed unanimously.



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# County of Rockbridge

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County Board of Supervisors

JOHN M. HIGGINS

Buffalo

Magisterial District

RUSSELL S. FORD

Kerrs Creek

Magisterial District

DAVID W. HINTY, JR.

Natural Bridge

Magisterial District

RONNIE R. CAMPBELL

South River

Magisterial District

ALBERT W. LEWIS, JR.

Walkers Creek

Magisterial District

March 24, 2015

Ms. Stephanie Ridder, Chair  
Virginia Outdoors Foundation  
39 Garrett Street, Suite 200  
Warrenton, VA 20186

Dear Ms. Ridder,

At the March 23, 2015 meeting of the Rockbridge County Board of Supervisors, Lee Merrill, Co-President of the Rockbridge Area Conservation Council (RACC) spoke on the matter of managing the House Mountain Reserve. His request to the Board was to consider supporting RACC's position that the Reserve should be locally managed, as per the intent of the original agreement between RACC and VOF. As I am sure you are aware, there has been considerable variance between the two groups over interpretation of the intent of the original agreement. This has more recently resulted in what the Board feels to be a good faith effort on both sides, in establishing a committee to develop a management plan which could be taken to both entities for consideration - and hopefully agreement.

The Board took no action on Mr. Merrill's request other than instructing staff work with me to prepare a letter to you explaining our position regarding the ongoing dispute. In our daily contact with local groups and individuals (in addition to RACC), a common theme among all is the love for House Mountain and the desire to see it protected. Clearly, the people of Rockbridge County will continue to play a central role in providing local and ongoing management of the property, based on - if nothing else - logistics. We recognize that VOF is fee-simple owner of the property, which brings certain responsibilities. However, the viewpoint that we have heard repeatedly from our constituents is that, for over 20 years, the partnership seemed to work very well with minimal oversight from VOF. The question then raised is invariably, "What changed?"

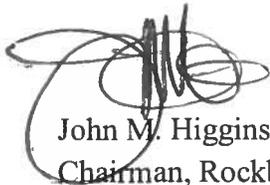
It is our understanding that two factors have converged which effected a desire for VOF to begin exerting more control. First, it would appear that VOF began receiving pressure to ensure that

State-owned preserves/reserves be self-supporting, similar to State Forests. Second, VOF, which was not previously well-positioned to manage properties, hired a ranger and a land manager to help oversee its expanded holdings, most notably the Bull Run Mountains. These factors, understandably, led to an increased focus on its other major landholding – House Mountain. Subsequently, VOF began to scrutinize the House Mountain management plan, exerting more input and control than had previously existed. Now it appears that, under these changed conditions, VOF has determined that the House Mountain Management Committee never adequately fulfilled its obligations. This changing climate is the source of local consternation.

We recognize that change is ever upon us and that compromise is central to resolution of the conflicts which result. It is for this reason that we commend VOF and RACC for seeking management solutions via inclusive and ongoing work at the committee level. We have been impressed with the apparent progress such work has generated over the past several months. In this spirit, the Board opted not to consider enacting a resolution which would publicly proclaim a position on the matter. Such an act could have the effect of damaging the good work that has been accomplished thus far. We would respectfully request that VOF likewise take no action on this item at its upcoming regular meeting.

We remain very open and willing to discuss any role that we can play in resolving this issue to the benefit of the residents of Rockbridge County, including involvement via membership on or appointment to, any Board or Committee which could accomplish this goal.

Sincerely,

A handwritten signature in black ink, appearing to read "John M. Higgins", with a large, stylized flourish or scribble above the name.

John M. Higgins  
Chairman, Rockbridge County Board of Supervisors

Cc: Ms. Brett Glymph, VOF Executive Director  
Mr. Albert (Buster) Lewis, Rockbridge County BOS, Vice Chair, Walkers Creek District  
Mr. Russell (Rusty) Ford, Rockbridge County BOS, Kerrs Creek District  
Mr. Ronnie Campbell, Rockbridge County BOS, South River District  
Mr. David Hinty, Rockbridge County BOS, Natural Bridge District  
Mr. Lee Merrill, Co-President, Rockbridge Area Conservation Council  
Mr. Gregg Amonette, Co-President, Rockbridge Area Conservation Council  
Ms. Barbara Walsh, Rockbridge Area Conservation Council Executive Director