

DRAFT

**MINUTES OF THE
VIRGINIA OUTDOORS FOUNDATION (VOF)
BOARD OF TRUSTEES MEETING
ON OCTOBER 23, 2013
DEPARTMENT OF FORESTRY - CHARLOTTESVILLE, VA**

ATTENDEES:

BOARD MEMBERS

Mr. Charles Seilheimer, Chair
Mr. Peter Bance
Mr. Ben Chafin
Mrs. Suzanne Lacy
Mrs. Elizabeth Obenshain
Mr. Brent Thompson
Mr. Childs Burden arrived at 1:20 p.m.

OTHER ATTENDEES

Mr. Charlie Westbrook, Atoka Conservation Exchange
Ms. Leslie Middleton, Chesapeake Bay Journal
Mr. Rick Parrish, Attorney, Southern Environmental Law Center
Mr. Terrell Bowers, citizen
Mr. Hill Welford, citizen
Ms. Nancy Ambler, Wood Thrush Conservation
Mr. Rex Linville, Piedmont Environmental Council (PEC)
Mr. Pete Glubiak, Attorney
Mr. Fred Fisher, Attorney, Office of the Attorney General
Mr. Richard Mahevich, Office of the Attorney General
Ms. Suzan Bulbulkaya, Department of Conservation and Recreation (DCR)
Ms. Nan Mahone, Conservation Partners
Ms. Sarah Richardson, DCR
Mr. Todd Hochrein, Virginia Conservation Credit Exchange
Mr. Mike Santucci, Department of Forestry
Ms. Kate Wofford, Shenandoah Valley Network
Mr. Tim Ebberly, Virginian Pilot

Mr. Seilheimer called the meeting to order at 10:11 am

Mr. Seilheimer introduced the new VOF Trustees, appointed by Governor McDonnell: Elizabeth "Beth" Obenshain, from Blacksburg; founder and first Executive Director of the New River Land Trust and Mr. Brent Thompson from Huntly, VA, a Senior Vice President at Expedia.

PUBLIC COMMENTS

STAFF

Brett Glymph, Executive Director
Ms. Leslie Grayson, Deputy Director, Policy & Owned Lands
Ms. Tamara Vance, Deputy Director, Easements
Ms. Martha Little, Deputy Director, Stewardship
Ms. Sherry Buttrick, Assistant Director, Easements
Ms. Kristin Ford, Assistant Director, Easements
Mrs. Ruth Babylon, Easement Project Manager
Bobbie Cabibbo, Executive Assistant
Mrs. Anna Chisholm, Director of Finance
Ms. Carroll Courtenay, Easement Assistant
Mr. Josh Gibson, Easement Project Manager
Mr. Harry Hibbitts, Assistant Director, Stewardship
Mr. Kerry Hutcherson, Staff Attorney
Mr. Neal Kilgore, Easement Project Manager
Mr. Jason McGarvey, Communications and Outreach Manager
Mr. Dave Morton, IT/GIS Manager
Ms. Erika Richardson, Stewardship Manager
Mr. Philip Reed, Easement Project Manager
Mrs. Estie Thomas, Easement Project Manager
Ms. Laura Thurman, Easement Project Manager

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Kate Wofford, of the Shenandoah Valley Network (SVN), felt compelled to come share some thoughts on the issue oil and gas development in conservation easements. Sites where fracking is taking place are real industrial places, with major industrial infrastructure. It's unimaginable that conservation and fracking go together. Allowing oil and gas with a stewardship plan review, in the VOF template language will set up very expensive reviews and many issues in the future. Kate Wollford asked that although there might be rare exceptions, SVN hopes VOF will discontinue the practice of allowing retained mineral rights simply because the landowner asks.

Mr. Seilheimer reminded group that easements are in perpetuity, we don't want to discourage landowners because if there are no easements on the property we'll have parcelization and oil and gas retained rights.

Mr. Terrell Bowers owns the 250 acre project called Rappahannock Cliffs. This project was developed by Randall Arndt. There is no oil and gas drilling planned for property but there is a there is a community pier planned. Mr. Bowers spoke about a letter Mr. Seilheimer wrote to Virginia Marine Resources Commission, opposing this community pier without full knowledge of the Board of Trustees; about his suit against, Mr. Seilheimer and Mr. Bance for a retraction of the letter that spoke out against his proposed community pier. Mr. Bowers submitted a package for the individual Trustees and for the record (which is kept with the permanent record of this meeting and available upon request).

Mr. Wellford owns 1300 acres in easement called Kenloch Farm. It has a large marsh and much river frontage. Mr. Wellford presented a 60 slide presentation (kept with the permanent record of this meeting and available upon request) to help us get an understanding of the eco-system in the marsh which he feels would be damaged if Mr. Bower's community pier is approved by VRMC. Over 750 people have written letters to VRMC requesting that this pier not be allowed and he asked that VOF not withdraw the letter to VRMC.

Rex Linville of the Piedmont Environmental Council (PEC) asked that we be aware that PEC is fighting at a county level, the Special Use Permit in Albemarle County for a golf course on the Trump Winery property. He also reminded VOF that PEC asked VOF to "slow down" and have some public comment on our oil and gas policy.

Pete Glubiak spoke about bank subordination being the most frequent barrier in recording conservation easements because banks will not subordinate. He asked that the Trustees address this issue again.

Closed public comments: 11:11

APPROVAL OF THE ORDER OF BUSINESS

Three projects are withdrawn: Brickey, Steven Bailey - 392 acres and Hailey Trust, 61 acres. Motion made by Mr. Bance to adopt the order of business as amended; motion seconded by Mrs. Lacy and passed unanimously.

APPROVAL OF MINUTES

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Motion made by Mrs. Lacy to approve June 26 & 27, 2013 Board of Trustees Meeting Minutes as presented; motion seconded by Mr. Bance and passed unanimously.

Mr. Chafin left the meeting room.

DIRECTOR'S REPORT

OWNED LANDS

Fee donation - 2 lots- Nelson County - Motion made by Mr. Bance to accept the 2 lots in Nelson County as described; motion seconded by Mrs. Lacy and passed unanimously.

Bull Run Mountain partial purchase interest was describe by Ms. Leslie Grayson and further detail s will be discussed in Closed Session

PRESERVATION TRUST FUND (PTF) LAND CONSERVATION PROJECTS

Easement - Berry, Franklin L. & Pamela E. - Augusta & Bath County - 113.374 acres - Amend easement to adjust the siting for the 2nd house, (a new map reflecting this adjustment is on file with the permanent record) and include public infrastructure language (PIE) for State Road 629, 25' from the center line. Motion made by Mrs. Lacy to approve easement as amended, award \$6,500 of PTF money and award up to \$1,000 of additional PTF money for a survey; motion seconded by Mr. Chafin and passed unanimously.

WITHDRAWN: Easement - Brickey, Carl Preston II & Robin E. - Smyth County - 44.58 acres

Easement - Copenhaver, Stuart C. - Washington - 77.09 - Motion made by Mrs. Obenshain to approve easement as presented and award \$3,250 of PTF money; motion seconded by Mr. Chafin and passed unanimously.

Easement - Fogelsong, Glen James – Smyth County County - 152 acres - Amend easement to remove the southern build zone and note that the property's actual acreage is 120 +/- acres. Motion made by Mrs. Lacy to approve easement as amended and award \$5,000 of PTF money; motion seconded by Mr. Bance and passed unanimously.

Easement - Fogelsong, Glen James - Wythe County - 224 acres Note: County is Wythe , not Smyth as listed in the agenda. Motion made by Mr. Chafin to approve easement as presented and award \$5,000 of PTF money; motion seconded by Mrs. Lacy and passed unanimously.

The Chairman, Mr. Seilheimer, asked that the Preservation Trust Fund application remove suggested amounts, please edit the form.

NOTE: although these easements were presented and passed by the Trustees, they were revisited on the subsequent meeting day. Results to be found in minutes from October 24, 2013.

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Easement - Groseclose Brothers, LLC - Wythe County - 170 +/- acres -

Easement - Groseclose Brothers, LLC - Wythe County - 223 +/-

Mr. Bance left the meeting room and Mr. Burden arrived.

Easement - Groseclose Brothers, LLC - Wythe County - 250 +/- acres

Mrs. Lacy left the meeting room.

Mr. Bance returned to the meeting room.

Easement - Hoge, Carol & Hoge, Tyler (Walnut Spring Farm) - Montgomery County - 272.051 acres - Amend easement to allow review threshold for new dwellings to be 4,500 sq. ft. vs 5,000 sq. ft. and add an additional restricted build area between the house and Glade Road that prohibits new dwellings. Motion made by Mrs. Obenshain to approve easement as amended and award \$6,500 of PTF money; motion seconded by Mr. Bance and passed unanimously.

Mrs. Lacy returned to the meeting room.

Easement - Irvine, Keith & Susan - Rockbridge County - 285.027 acres - Motion made by Mr. Bance to approve easement as presented with no PTF money awarded; motion seconded by Mrs. Lacy and passed unanimously.

Reconsideration Easement - Link, Barbara - Giles County - 68.797 acres - Motion made by Mr. Chafin to approve easement as presented and award \$5,000 of PTF money; motion seconded by Mr. Bance and passed unanimously.

Easement - McDonald – Triple J. Farm - Rockbridge County - 218.91 acres - Motion made by Mr. Bance to approve easement as presented awarding no PTF money; motion seconded by Mr. Burden and passed unanimously.

Easement - Mothena, Nannie F. - Hanover County- 55.457 acres - Amend easement to show that there are 2 existing dwellings, one which is a garage apartment and to clarify that the aggregate remains 4,500 sq. feet. Motion made by Mr. Chafin to approve easement as amended and to award \$6,500 of PTF money; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Rigg, Dale and Schwink, Kay - Montgomery County - 129 +/- acres - Motion made by Mr. Chafin to approve easement as presented awarding \$4,700 of PTF money; motion seconded by Mrs. Obenshain and passed unanimously.

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Easement-Turner, Betty Lea - Cherry Point Farm – Northumberland - 108.93 acres Motion made by Mr. Burden to approve easement as presented and award \$6,500 of PTF money; motion seconded by Mr. Thompson and passed unanimously.

Easement - Waddle, Jeffrey Scott & Waddle, Shelley Wyatt - Smyth County - 851 +/- acres Amend easement to add the house parcel which is about 3 acres. In addition the owner of this property owns a **partial** interest in the mineral rights. Motion was made by Mr. Bance to accept the easement either: leaving out 651 acres if the mineral rights cannot be rectified or accepting all acres (including the house parcel) with a letter from a geologist stating that mineral mining is so remote as to be negligible and awarding \$5,500 in PTF monies. If the 651 acres are left out, then the guidelines would apply. Motion seconded by Mr. Thompson and passed with Mr. Burden abstaining.

Easement-Watts Dairy Enterprises, LLC and Watts, Stephen S.-Wythe County-259.632 acres - Amend easement to require the review threshold for dwellings to 4,000 sq. feet, clarifying that 3 dwellings for an aggregate not to exceed 7,500 sq. ft. and with one dwelling limited to 500 sq. ft. Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

Mr. Seilheimer again reminded staff that last minute changes are frowned upon by the Trustees. Knowing this is the last meeting of the year is not a valid excuse.

LAND CONSERVATION PROJECTS SECTION I

Easement Amendment-Burns (BAT-2787)-Bath County - 0 acres added Motion made by Mrs. Lacy to approve amendment as presented; motion seconded by Mr. Bance and passed unanimously.

Easement-Bibber, Henry County G.& Heidemarie M. E.-Shenandoah County - 88.789 acres Amend easement to expand the build area and to allow rebuilding of an existing dam. Updated map showing new build area included in permanent package. Motion made by Mr. Burden to approve easement as amended; motion seconded by Mr. Thompson and passed unanimously.

Easement-Hillier,& MAH Investment-Alleghany County and Bath County-251.264 acres – Motion made by Mr. Burden to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Baldwin G. Locher Jr., LLC.- Rockbridge County - 224.684 acres – Amend easement to remove the word cultivate from what is prohibited in the buffer. Motion made by Mrs. Lacy to approve easement as amended; motion seconded by Mr. Thompson and passed unanimously.

Easement-Witherow-Bath County-266.07 acres Note that we have a title. Motion made by Mrs. Obenshain to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

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****Easement -Clift Investment Group, LLC-Bland County-181 +/- acres** - Amend easement to add PIE language for utilities and allow utilities within the right of way. Motion made by Mr. Chafin to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Askins, Charles G. & Askins, William Jones - Floyd County - 85.76 acres Amend easement to allow replacement of the 3 existing cabins not to exceed 500 sq. ft. each and to clarify that 4 dwellings are allowed including the 3 cabins. Motion made by Mrs. Lacy to approve easement as amended; motion seconded by Mr. Chafin and passed unanimously.

Easement Amendment - Beaver Creek Preservation Partners - Henry County – 0 acres added Motion made by Mr. Bance to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

Easement-Conner, James/Conner Dairy & others-Floyd County-263.061 acres – Amend easement to add PIE language as requested by the county. Motion made by Mr. Burden to approve easement as amended; motion seconded by Mrs. Lacy and passed unanimously.

Easement-Conner, James-Floyd County-75 acres - Motion made by Mr. Burden to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement-Jones, David-Henry County-47.175 acres - Motion made by Mr. Burden to approve easement as presented; motion seconded by Mr. Thompson and passed unanimously.

Easement-Wilson, Dawn Walton and Wilson, Aaron Matthew-Alleghany County-359.83 acres - Motion made by Mrs. Obenshain to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Hale, John & Karen-Floyd County-69.31acres - Motion made by Mr. Burden to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement-C. W. Layman and Entrust Carolina, LLC-Grayson County - 164.2203 acres - Motion made by Mr. Bance to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

Reconsideration Easement-Luper, Timothy-Grayson County-106 +/- acres - Motion made by Mr. Burden to approve easement as presented; motion seconded by Mr. Thompson and passed unanimously.

Easement-Alvis Properties, LLC-Buckingham-771.133 acres- NOTE: Confirmed with VDOT that PIE is not needed. Motion made by Mr. Bance to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

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Easement Reconsideration-Atkins, Larry D. et al-Prince Edward County-372.27acres –Motion made by Mr. Burden to approve easement as presented; motion seconded by Mr. Bance and passed unanimously.

Easement Reconsideration-Bailey, Michael A. and Christie B.-Lunenburg County-466.97 acres – Motion made by Mr. Burden to approve easement as presented; motion seconded by Mr. Bance and passed unanimously.

Easement-Bailey, Steven Anthony-Lunenburg County-451.698 acres – NOTE: Title work has been submitted. work. Motion made by Mr. Burden to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

WITHDRAWN Easement-Bailey, Steven-Lunenburg County-392.35 acres

Easement-Blenheim View, LLC-Albemarle County-363.58 acres - Amend easement to return to template on construction paragraph. Motion made by Mrs. Lacy to approve easement as amended; motion seconded by Mr. Burden and passed unanimously.

Easement-Bradford, Louisa Todd - Orange County - 155.025 acres – Amend easement to remove paragraph about moving cattle across the easement. Motion made by Mr. Burden to approve easement as amended; motion seconded by Mr. Bance.

Easement-Bryan, John Randolph & Bryan, Susan Carter Agnor-Albemarle County - 137.271 acres - Motion made by Mr. Bance to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

Easement-Devin, William B.- The Carwile Tract -Charlotte County-280 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Bance and passed unanimously.

Easement - Edmunds, James – Elm Hill - Halifax County - 872 +/- acres - Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

Easement-Fairhart Properties, LLC (Fariss)-Campbell County-586.948 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Bance and passed unanimously.

Easement-Watt R. Foster Jr., Family Partnership, LLLP-Amherst County-323.18 acres - Motion made by Mr. Bance to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement-Miles, Wyatt Shelton, III and Miles, Jody Wade – River Bluff Farm-Campbell County-384.377 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

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Easement-Moseley, Walton G. and Jessica R.-Buckingham-129.50 acres - Note: The Colonial Pipeline needs no expansion. Motion made by Mr. Bance to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement -Strange, Philip C. and Merrill P./Annandale - Orange County - 244.04 acres – Motion made by Mr. Bance to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement-Two Times Five, LLC-Albemarle County-181.37 acres – Amend easement to return the construction paragraph to template. Motion made by Mr. Burden to approve easement as amended; motion seconded by Mr. Bance and passed unanimously.

Easement-Younger, Larry D. and Younger, Catherine-Halifax County-365.83 acres - Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

Assignment-Anne S. McDonald, LLC-1-Clarke-50.72 acres - Motion made by Mr. Thompson to approve project and Resolution as presented; motion seconded by Mrs. Lacy and passed unanimously.

Superseding Amendment-Westmoreland Davis Memorial Foundation, Inc.-Loudoun County -0 acres added - Motion made by Mr. Burden to approve amendment as presented; motion seconded by Mrs. Lacy and passed unanimously.

Taken out of order:

Easement-Diatomite Corporation of America-Richmond-976.752 acres - Amend easement to increase the threshold for approval for building size to 5,000 sq. vs 4,500 sq. ft. Motion made by Mrs. Lacy to approve easement as amended; motion seconded by Mr. Bance and passed unanimously.

Mr. Bance and Mr. Chafin left the meeting room.

LAND CONSERVATION PROJECTS SECTION IV

Amend & Supersede Easement-Ark Properties, LLC, Designated Series High Meadow-Rappahannock-371.8482 acres - as presented SL and EO all approved

Mr. Bance returned to the meeting room.

Amendment-Michael Stephen Bauer, Trustee & Carol Campbell County Bauer Trustee-Albemarle County-13.404 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

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Easement-Blue Acres Farm, LLC-Albemarle County & Greene-190.725 acres – Motion made by Mr. Burden to allow the small piece of land across the road to be included or excluded from the easement based on landowner's request; motion seconded by Mrs. Obenshain and passed unanimously.

Amendment-Castleton Lakes, LLC-Rappahannock-92.7102 acres – Amend easement to revise the restricted build area. A new map reflecting this will be part of the permanent record. Motion made by Mr. Burden to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement-Guilford Farm, LLC-Warren-136.28 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

Easement-Sherwood Farm, LLC-Warren-594.06 acres – Motion made by Mr. Burden to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement Amendment-Cooper, Ben & Gault, Polly-Fauquier-Adding 2.1337 acres – Motion made by Mrs. Lacy to approve easement as presented and to pass the resolution (SEE ATTACHMENT); motion seconded by Mr. Burden and passed unanimously.

Easement-Caroline Emmet Heald, Trustee of Caroline Emmet Heald Trust, Seth Galbraith Heald, Trustee of Seth Galbraith Heald Trust-Culpeper-85.4308 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

Mr. Chafin returned to the meeting room.

Easement-Parrish, I. Christopher/ beneficiary of a trust held by Sharon and Peter Luke-Rappahannock-100.53 acres – Motion made by Mr. Thompson to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement-Redbud Farm, LLC-Albemarle County-170 +/- acres – Motion made by Mrs. Lacy to approve easement with either a 450' setback from Route 403 and no protection on the knoll or a 200' setback to Route 403 with no build protection on the knoll; motion seconded by Mrs. Obenshain and passed unanimously.

Easement Amendment-River Lawn Farm, LLC-Albemarle County - Adding 10 acres - Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Thompson and passed unanimously.

Easement – Brandon, Sidney Jr., -Brunswick & Lunenburg County-572.35 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Chafin and passed unanimously.

Easement-Brandon Family Trust-Brunswick-397.901 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Thompson and passed unanimously.

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Easement-HAS Limited Partnership II, Part of Fullstream Farm-Goochland-139.20 acres – Motion made by Mr. Bance to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement-HBB Properties, LLC-Brunswick-232.04 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Thompson and passed unanimously.

Easement-Howard B. Brandon Trust-Brunswick-143.471 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

Mr. Bance left the meeting room.

After a discussion concerning the **Easement-Brandon, Sidney J.,III-Brunswick & Lunenburg County-191.40 acres**, it was tabled until October 24, 2013 meeting.

Mr. Bance returned to the meeting room.

Motion made by Mr. Seilheimer to go into Closed Session to discuss and taking briefings from staff regarding the pending matter of Bowers vs. VOF et al. in accordance with Code §2.2.-3711 (a)(7); motion seconded by Mr. Burden and passed unanimously.

Upon returning from Closed Session, Mr. Seilheimer certified by voice vote of Trustees that to the best of each member's knowledge only matters lawfully exempted from FOIA and identified in the motion by which the Closed Session was convened were heard, discussed or considered. Mr. Burden replied aye, Mr. Thompson replied aye, Mr. Bance replied aye, Mrs. Lacy replied aye, Mr. Chafin replied aye, Mrs. Obenshain replied aye and Mr. Seilheimer replied aye.

The meeting was adjourned.

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ATTENDEES:

BOARD MEMBERS

Mr. Charles Seilheimer, Chair
Mr. Childs Burden
Mr. Ben Chafin
Mrs. Suzanne Lacy
Mrs. Elizabeth Obenshain
Mr. Brent Thompson

OTHER ATTENDEES

Nancy Smith, WTLC, LLC
Leslie Middleton, Chesapeake Bay Journal
Rick Parrish, Attorney, Southern
Environmental Law Center
Terrell Bowers, citizen
Rex Linville, Piedmont Environmental
Council (PEC)
Pete Glubiak, Attorney
Fred Fisher, Attorney, Office of the
Attorney General
Todd Hochrein, Virginia Conservation
Credit Exchange
Mike Santucci, Department of Forestry
Tim Ebberly, Virginian Pilot
Rich Mahevick, Office of the Attorney
General

Ken Davis, Office of the Attorney General
Steve Owens, Office of the Attorney
General

STAFF

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Leslie Grayson, Deputy Director, Policy &
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Martha Little, Deputy Director, Stewardship
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Jason McGarvey, Communications and
Outreach Manager
Dave Morton, IT/GIS Manager
Philip Reed, Easement Project Manager
Erika Richardson, Stewardship Specialist
Estie Thomas, Easement Project Manager

Mr. Seilheimer called the meeting to order at 9:42 a.m.

PUBLIC COMMENTS

Mr. Todd Hochrein expressed his appreciation that VOF is continuing the oil and gas dialogue. The oil companies have over 90,000 acres under lease, and right now are willing to subordinate. He encourages VOF to go after more easements - if the oil companies have a choice to drill on eased land or non-eased land, it will be easier to do it on non-eased land.

Mr. Rex Linville expressed his thanks for reopening the discussions concerning oil and gas and easements. Mr. Seilheimer went on the record to say that he did not appreciate the PEC action alert that misrepresented the open forum that VOF has had over the 2 years we've discussed this topic.

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LAND CONSERVATION PROJECTS

The first three easements were from the AGENDA on October 23rd.

Easement - Groseclose Brothers, LLC - Wythe County - 170 +/- acres - Motion made by Mrs. Lacy to clarify and amend prospective easement terms to allow 2 dwellings with a review threshold of 4,500 sq. ft each; allow 4 cabins on 2 building sites for a total aggregate dwelling square footage of 11,000 sq. ft. and award \$6,500 of PTF monies. Motion seconded by Mr. Burden and passed unanimously.

Easement - Groseclose Brothers, LLC - Wythe County - 223 +/-
Amend easement to allow 2 dwellings if any of the 6 cabins are built in the allowable 3 sites; otherwise the easement will allow 3 dwellings (with no cabins) for an aggregate of 12,000 sq. ft. Motion made by Mrs. Lacy to approve easement as amended and awarded \$6,500 in PTF monies; motion seconded by Mr. Chafin and passed unanimously.

Easement - Groseclose Brothers, LLC - Wythe County - 250 +/- acres
Amend easement to allow 2 dwellings if any of the 6 cabins are built on the allowable site otherwise the easement will allow 3 dwellings (with no cabins) for an aggregate of 12,000 sq. ft. Motion made by Mrs. Lacy to approve easement as amended and award \$6,500 in PTF monies; motion seconded by Mr. Chafin and passed unanimously.

Easement - Allen, Ellen & Dandridge A., Jr. - Caroline/Essex Counties - 212 acres – Motion made by Mr. Chafin to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Banks, Marie Ann - White Hall Plantation – Gloucester - 79.05 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

Easement - Broaddus, Maxie L. – Caroline - 516.08 acres – Motion made by Mr. Burden to approve easement as presented; motion seconded by and passed unanimously.

Easement - Chichester, Daniel M. – Stafford - 131.3705 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Thompson and passed unanimously.

Easement - Estate of John B. Deaton, Sr. – Mathews - 53.6 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

Easement - Elton Farm Business Trust (Haile) - Essex County - 104 acres – Note: This easement is no division. Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Chafin and passed unanimously.

**MINUTES OF THE
VIRGINIA OUTDOORS FOUNDATION (VOF)
BOARD OF TRUSTEES MEETING
ON OCTOBER 24, 2013
DEPARTMENT OF FORESTRY - CHARLOTTESVILLE, VA**

Easement - Elton Farm Business Trust/Haile “Elton Farm” - Essex County - 449.668 acres

– Note this easement is 464.169 acres vs. 449.668. Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

WITHDRAWN Easement-Haile Trust “Midway”- Essex County - 61.462 acres

PDR Project - Emery, Tayloe – Richmond County- 168 acres – Matching funds from PTF allocated at the June 2013 meeting for this project. Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

Easement - Friends of Dragon Run, Inc. – Middlesex County - 18.01 acres – Motion made by Mr. Burden to approve easement as presented; motion seconded by Mr. Thompson and passed unanimously.

Easement Amendment - Friends of Dragon Run, Inc. - King & Queen County-36.897 acres – Motion made by Mrs. Obenshain to approve amendment as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Green Plains, LLC – Mathews County - 617.18 acres – Amend easement to allow 3 parcels, one will be existing curtelidge where there is 5 houses. Those houses can be repaired and replaced but not enlarged. Other 2 parcels allowed 2 dwellings on each of those parcels with a individual dwelling not to exceed 7,000 sq. ft without prior review and a total aggregate of for all possible new dwellings of 18,000 sq. feet. Add demolition language for the main dwelling if the current owner agrees and if the historic significance can be documented. Motion made by Mrs. Lacy to approve easement as amended; motion seconded by Mrs. Obenshain and passed unanimously.

Easement - John N. Mills & Sons “Bleak Hill Farm” - King William County - 1181.95 acres – Note: There is a typo in the board package regarding aggregate square footage, it is 26,000 sq. ft. not 215,000 as the books says. Motion made by Mr. Chafin to approve easement as presented noting the typo; motion seconded by Mrs. Lacy and passed unanimously.

Easement Reconsideration - Mitchell, John & Kathryn - King George County- 45.021 acres – Motion made by Mr. Burden to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Mountaineer Properties, Inc., Kisner, Shane-King William County - 321 acres – Note: a newer survey was discovered for a portion of the property therefore it is 314.74 acres vs. 321. Motion made by Mr. Chafin to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

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Easement - Muir, W. Angus & Barbara P. "Prospect Hill" – Caroline County - 50 acres – Motion made by Mr. Burden to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Muir, W. Angus & Barbara P. "Prospect Hill" – Caroline County -20.01 acres – Amend easement to add language for citing criteria of the additional dwelling. Motion made by Mrs. Lacy to approve easement as amended; motion seconded by Mr. Thompson and passed unanimously.

Easement ACUB Purchase - Stepp, Suzanne S. – Caroline County - 272.625 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Chafin and unanimously approved.

Easement - Stifel, G. David "Purton" – Gloucester County- 705.17 acres – Note: The restricted build areas may be slightly modified for archaeological reasons during the BDR process with DHR's help and amend to add anti-demolition language on the large historic dwelling. Motion made by Mrs. Lacy to approve easement as amended; motion seconded by Mr. Chafin and passed unanimously.

Easement - Strock, Carl A. & Juliana M. "Oakalona" - Essex County-175.501 acres – Note that a newer survey was found and the acreage is 171.401 vs. 175.501. Amend easement to sighting language for new allowed dwelling. Motion made by Mr. Chafin to approve easement as amended; motion seconded by Mrs. Lacy and passed unanimously.

Easement-Trible, Waring Jr., "Johnville"-Essex County-417.839 acres – Amend easement to add PIE language for the Byrd Act road; and there is a typo on riding arena. Owner is requesting a 62,500 sq. ft. indoor riding arena to be put in a building envelope. Motion made by Mr. Chafin to approve easement as amended; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Vincent, Christopher & Robyn - King & Queen - 116.75 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

Easement - Walker, Wesley A. - King William County- 58.050 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mr. Burden and passed unanimously.

Easement - Walker, Wesley A. III - King William County - 50 acres – Motion made by Mr. Burden to approve easement as presented; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Brandon, Sidney J.,III - Brunswick & Lunenburg County - 191.40 acres – Note that easement is not 100 % farm template. Amend easement to allow dwellings to be inside or

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outside of farmstead; the 1500 sq. ft. building limit applies only to small-scale compatible buildings not to farm buildings; return solar power language back to template. Motion made by Mr. Chafin to approve easement as amended; motion seconded by Mrs. Lacy and passed unanimously.

Easement - Jones, Dexter & Kathryn – Amelia County - 84.039 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

Easement - Malvern Hill Manor, LLC – Henrico County - 211.94 acres – We have a letter from the County noting approval of the easement contingent upon allowing a sewer line to cross through the property. Amend easement to allow the sewer line using PIE language and include provision for an archaeological sensitivity survey. Motion made by Mr. Burden to approve easement as amended; motion seconded by Mrs. Lacy and passed unanimously.

Easement ACUB - Snead, Calvin C. Jr ; Lively, Susan Snead & Snead, Dennis M. - Brunswick & Lunenburg Counties - 434.91 acres – Amend easement to remove the solar panel language and revert to VOF template which allows solar panels to serve the property. Remove the frequency emitting language unless Ft. Pickett can use the third party enforcement right. Motion made by Mr. Burden to approve easement as amended; motion seconded by Mrs. Lacy and passed unanimously.

Easement Ft. Pickett ACUB - Sunnyside Farm – McKenney, LLC – Dinwiddie County - 127.81 acres – Amend easement to remove the frequency language unless Ft. Pickett will use their third party enforcement right. Motion made by Mr. Burden to approve easement as amended; motion seconded by Mr. Thompson and passed unanimously.

Easement – ACUB Easement - Wilson, Richard G., “Whippoorwill Farm”- Dinwiddie County - 245.38 acres – Amend easement to remove the frequency language unless Ft. Pickett wants to use their third party enforcement right. Motion made by Mrs. Lacy to approve easement as amended; motion seconded by Mr. Burden and passed unanimously.

Easement Reconsideration - Binns Trust – Silver Hall Farm - New Kent County - 116.20 acres – Motion made by Mrs. Lacy to approve easement as presented; motion seconded by Mrs. Obenshain and passed unanimously.

PUBLIC COMMENT

Mr. Terrell Bowers, the owner Rappahannock Cliffs in Richmond County has a lawsuit against VOF to retract the letter written June 11, 2013. Mr. Bowers says he shouldn't be here, he doesn't believe that VOF should have written the protest letter.

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RESOLUTION TO AMEND FY2014 BUDGET

Motion made by Mr. Burden to adopt the resolution allowing a \$81,500 addition to the budget as was presented; motion seconded by Mrs. Lacy and passed unanimously.

RESOLUTION AUTHORIZING ADMINISTRATIVE APPROVAL OF CERTAIN CATEGORIES OF OPEN-SPACE EASEMENT AMENDMENTS

Amend resolution to clarify that the easements must be **Recorded** open-space easements. Motion made by Mr. Chafin to adopt resolution as amended; motion seconded by Mrs. Obenshain and passed unanimously.

RESOLUTION TO ADOPT AUTHORITIES AND RESPONSIBILITIES FOR POSITION OF EXECUTIVE DIRECTOR

Motion made by Mrs. Lacy to adopt resolution as presented; motion seconded by Mr. Thompson and passed unanimously.

RESOLUTION TO SET VOF BOARD OF TRUSTEES MEETING DATES FOR CALENDAR YEAR 2014

Amend resolution to change the March meeting to Tuesday the 18th. Motion made by Mr. Burden to approve adopt resolution as amended; motion seconded by Mr. Thompson and passed unanimously.

POLICY

OIL & GAS

There was considerable discussion about the emerging trends for oil and gas exploration in Virginia and the compatibility of easements and drilling.

Mr. Linville challenged VOF Trustees to have a more open and public discussion, because PEC does not believe that that has occurred. Mr. Seilheimer apologized for his characterization of PEC and said we always welcome organizational partners to discuss our policies but to characterize that we formed this policy behind closed doors is just not true.

There was some discussion by the trustees about visiting an active fracking site.

Mr. Seilheimer proposed that VOF could temporarily suspend the consideration of any easements that retain oil and gas rights. Mrs. Vance expressed concern about, the implications of losing some easements in Taylorsville Basin as well as in southwest Virginia.

Motion made to go in to Closed Session as provided for in the Code of Virginia §2.2-3711(A)(7) and (A)(3); motion seconded and passed unanimously.

Upon return from **Closed Session**, Executive Director, Brett Glymph certified by roll call that the Board of Trustees discussed only matters that convened the closed session and nothing else.

DRAFT

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Mr. Burden responded yes, Mr. Thompson responded yes; Mrs. Obenshain responded yes, Mr. Chafin responded yes; Mr. Seilheimer responded yes and Mrs. Lacy responded yes.

Motion made by Mr. Burden to withdraw the June 11, 2013 letter to the Virginia Marine Resources Commission and authorized the Executive Director to prepare and send that withdrawal letter; motion seconded by Mr. Thompson and passed with 5 ayes while Mr. Seilheimer recused himself from voting.

Motion made by Mr. Burden to refrain from approving any easements that include retained surface oil and gas rights (i.e., not subsurface directional drilling from other properties) during the March 2014 meeting so that VOF can provide more opportunities for study and public comment on the topic of oil and gas development on conservation lands.” Motion seconded by Mrs. Lacy and passed with 5 ayes and one no by Mr. Chafin.

Adjourn 4:28 pm

RESOLUTION**A VIRGINIA OUTDOORS FOUNDATION (VOF) BOARD OF TRUSTEES****RESOLUTION TO AMEND THE VOF FISCAL YEAR 2014 BUDGET**

WHEREAS, the Executive Director of VOF annually prepares a proposed fiscal year budget; and

WHEREAS, the VOF Board of Trustees annually adopts a fiscal year budget for planning and program operating purposes; and

WHEREAS, the new VOF Executive Director has reviewed the adopted FY2014 budget and with the concurrence of the Finance and Personnel Committee, has recommended changes to the Personal Services line item which includes the salary and insurance benefits portions of the budget; and

WHEREAS, the Land Preservation Tax Credit transfer fee revenue sharing has made this adjustment possible by yields that exceeded expectation and will support these recommended changes; and

WHEREAS, this change can be accomplished without any negative impact to any other budget categories in the FY2014 budget; now therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 24th day of October 2013, That the VOF budget for Fiscal Year 2014 be and is hereby, amended to increase by \$81,500 the Personal Services line item.

ADOPTED by a vote of 6 for and 0 against

ATTEST: Brett C. Glymph, Executive Director

RESOLUTION

VIRGINIA OUTDOORS FOUNDATION (VOF)

BOARD OF TRUSTEES RESOLUTION AUTHORIZING ADMINISTRATIVE APPROVAL OF CERTAIN CATEGORIES OF OPEN-SPACE EASEMENT AMENDMENTS

WHEREAS, over a period of several years, the VOF Board of Trustees (the Board) granted administrative authority to VOF Staff to approve, *inter alia*, certain categories of amendments to VOF's recorded open-space easements; and

WHEREAS, the VOF Staff presented a Amendment Policy and Procedures document to the VOF Board at its meeting on January 24, 2008; and

WHEREAS, at that time it was customary for the Board of Trustees to use a consent agenda as well as a non-consent agenda in order to improve the efficiency and effectiveness of Board meetings; and

WHEREAS, given that the Board had previously granted administrative authority to Staff to approve certain categories of amendments, the Amendment Policy and Procedures were drafted with the assumption that those certain types of amendments would not be presented to the Board for approval; and

WHEREAS, at least one Board member wished to have the opportunity to review all types of amendments, which led the Board to adopt the Amendment Policy and Procedures subject to the requirement that all amendments be presented to the Board and that amendments that formerly could have been approved administratively should be placed on the Board's consent agenda; and

WHEREAS, for the past five years Staff has presented all amendments to the Board for approval and during that time Staff has observed that requiring Board approval for those types of amendments that previously could have been approved administratively adds significant process and paperwork resulting in very little additional benefit often at the expense of the landowner, the Board and Staff, and the public purse.

NOW, THEREFORE, BE IT RESOLVED:

That on this 24th day of October 2013, the VOF Board of Trustees does hereby grant the VOF Staff administrative authority to approve amendments of existing open-space easements where such amendments:

- 1) Add acreage and retain all the original terms;
- 2) Further restrict or extinguish retained rights (e.g., subdivision or dwelling rights);

- 3) Remove acreage requirements on size of parcels if Staff is convinced that conservation values are better protected as a result.
- 4) Add the template riparian buffer restriction provision to protect important waterways;
- 5) Correct technical errors; or
- 6) Add the template “*de minimis* commercial recreational use” provision.

AND BE IT FURTHER RESOLVED:

That all amendments not meeting the specifications outlined above or amendments that Staff deem deserving of Board review, shall continue to be submitted to the Board for its consideration.

AND BE IT FURTHER RESOLVED:

That before any proposed amendment is approved administratively it shall have been reviewed and approved by a Deputy Director and a Staff Attorney.

AND BE IT FURTHER RESOLVED:

That whenever VOF Staff approve an amendment administratively, the Staff shall provide a summary report of said amendment to the Board at its next meeting.

ADOPTED by a vote of 6 in favor and 0 against.

ATTEST: Brett C. Glymph, Executive Director

RESOLUTION

**A VIRGINIA OUTDOORS FOUNDATION
RESOLUTION OF THE BOARD OF TRUSTEES TO ADOPT AUTHORITIES AND
RESPONSIBILITIES FOR POSITION OF EXECUTIVE DIRECTOR**

WHEREAS, the VIRGINIA OUTDOORS FOUNDATION (VOF) was created in 1966 pursuant to Section 10.1-1800-1804 of the Code of Virginia “(VOF) is a body politic and shall be governed and administered by a board of trustees composed of seven trustees from the Commonwealth at large to be appointed by the Governor for four-year terms”, and

WHEREAS, Section 10.1-1801-7 further describes the general powers of VOF “(t)o appoint and prescribe the duties of such officers, agents, and employees as may be necessary to carry out its functions, and to fix and pay such compensations to them for their services as VOF may determine”, and

WHEREAS, the Trustees did create the position of Executive Director of VOF in order to carry out the purposes of VOF including management of all staff and personnel decisions, preparation of the annual budget, sound financial management and implementing the decisions of the Trustees with regard to acceptance and continued management of conservation easements, and

WHEREAS, the Executive Director shall also have the authority and responsibility to open bank accounts and lines of credit as needed, to open investment accounts per approved policy, to sign grant applications including FRPP and other state and federal programs as necessary to accomplish VOF’s mission and to oversee all procurement pursuant to policy and the VA Public Procurement Act (VPPA), and now, therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 24th day of October 2013, That these authorities and responsibilities shall be defined as part of the position of Executive Director of VOF be, and is hereby, adopted as follows:

ADOPTED by a vote of 6 for and 0 against

ATTEST: Charles H. Seilheimer, Jr., Chairman, Board of Trustees

RESOLUTION
VIRGINIA OUTDOORS FOUNDATION (VOF)
RESOLUTION TO SET VOF BOARD OF TRUSTEES MEETING DATES
FOR CALENDAR YEAR 2014

WHEREAS, The Virginia Outdoors Foundation (VOF) Board of Trustees typically meets several times a year to consider easement proposals and matters of land conservation policy; now, therefore be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees, this 24th day of October 2013, That the following dates are hereby adopted for VOF Board of Trustee meetings in the calendar year 2014.

DATES	LOCATION
Tuesday, March 18, 2014 Policy/Easement Consideration	TBD
Wednesday, June 18, 2014 Policy/Easement Consideration	TBD
Wednesday & Thursday, September 10 & 11, 2014 Policy/Easement Consideration	TBD
Wednesday, November 5, 2014 Policy/Easement Consideration	TBD

Adopted by a vote of: 6 for and 0 against

ATTEST: Brett C. Glymph, Executive Director