

MINUTES
VIRGINIA OUTDOORS FOUNDATION (VOF)
BOARD OF TRUSTEES MEETING
CHARLOTTESVILLE, VA
March 30, 2017

Attendees

Board Members

Steph Ridder, Chair
Eleanor Brown
Elizabeth Obenshain, Chair, Preservation Trust
Fund Committee
John Richardson
Tom Slater, Chair, Energy and Infrastructure
Committee
Absent: Viola Baskerville and Brent Thompson

Guests

Ellen Shepherd, Virginia's United Land Trusts
Rex Linville, Piedmont Environmental
Council
Brenda Meade, Valley Conservation Council
Rob Farrell, Dept. of Forestry
Mike Santucci, Dept., of Forestry
Morgan Butler, Southern Environmental Law
Center

Consultants

Rich Mahevich, Office of the Attorney General
Andrew Tarne, Office of the Attorney General

Staff

Brett Glymph, Executive Director
Bobbie Cabibbo, Executive Assistant
Anna Chisholm, Director of Administration
Leslie Grayson, Deputy Director – Policy &
Acquisitions
Jason McGarvey, Communications Manager
Dave Morton, IT Manager
Amanda Scheps, Owned Lands Manager
Tamara Vance, Deputy Director - Easements
Harry Hibbitts – Assistant Director - Stewardship
Martha Little – Deputy Director - Stewardship

The meeting was called to order at 10:15 by the Chair, Ms. Ridder.

A motion was made by Mr. Slater to approve the order of business; motion seconded by Ms. Brown and passed unanimously.

PUBLIC COMMENTS

Mr. Pete Glubiak shared concerns about the Woolford case, which is on appeal at the Virginia Supreme Court, and asked that VOF weigh in regarding the valuation of sand and gravel with the tax department.

Morgan Butler spoke about the Atlantic Coast Pipeline. He believes that the statutory guidelines set out in the 1704 legislation have not been met by Dominion. He asked that the trustees take the opportunity to reply to FERC and again ask for the easements to be avoided.

Mr. Trigg Brown sent in comments concerning the proposed amendment submitted by Mr. Armistead. This amendment would affect Mr. Brown's property which is covered under the same easement. Martha Little read these and the comments will be included with the permanent record of this meeting.

DRAFT

MINUTES

Motion made by Mr. Richardson to approve the February 9, 2017 draft minutes; motion seconded by Mr. Slater and passed unanimously.

EXECUTIVE DIRECTOR'S REPORT

Brett Glymph reported that \$12,000 was raised by the Board of Trustees and Mr. Childs Burden (former trustee) matched that amount. In addition, Brett updated the board on budget items and legislation related to VOF during the recently concluded General Assembly Session.

DEPUTY DIRECTORS' REPORTS

Tamara Vance and Martha Little gave division updates.

DONATION OF LAND – RAPPAHANNOCK COUNTY

Leslie Grayson presented the proposal for a land donation from Judith Karen Jones Trust to VOF of land in Rappahannock County. Motion made by Mr. Richardson that subject to favorable due diligence which includes , a Phase 1 assessment and title insurance, that VOF accept the land; motion seconded by Ms. Obenshain and passed unanimously.

PRESERVATION TRUST FUND MANUAL UPDATE

Anna Chisholm presented the new Preservation Trust Fund Manual. Motion made by Mr. Richardson to approve the resolution to accept the revisions and updates made in the new manual; motion seconded by Mr. Slater and passed unanimously.

Rich Mahevich, Attorney General's office, updated the trustees on the Virginia Supreme Court ruling in the Mt. Aldie case.

Mr. Richardson made a motion to change the order of business by moving the closed session before easement consideration; motion seconded by Ms. Obenshain and passed unanimously.

Closed Session:

The Chair called for a motion to move into Closed Session.

Ms. Obenshain read the Closed Session Motion.

Closed Meeting Motion

Madam Chair, I move that the Board go into a closed meeting pursuant to Section 2.2-3711.A.3 and Section 2.2-3711.A.7 of the Code of Virginia for

1. discussion or consideration of the acquisition of real property for a public purpose, and of the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the Board with respect to Atlantic Coast Pipeline and the Mountain Valley Pipeline conversion applications under 10.1-1704 of the Code of Virginia; and
2. for consultation with legal counsel and briefings by staff members pertaining to actual or probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiation or litigating posture of the public body, and consultation with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel:
 - a) Specifically regarding the Atlantic Coast Pipeline Project and associated applications of the Atlantic Coast Pipeline under the 10.1-1704 of the Code of Virginia;

- b) RACC v. VOF, pending in Rockbridge Co. Circuit Court;
- c) Hannabass v. VOF et als., pending in Bedford County Circuit Court;
- d) PAA/PEC mediation matter;
- e) License to Bull Run Mountain Conservancy for Bull Run Mountain Natural Area Preserve; and
- f) Boundary Line Adjustment request of Howard Armistead with respect to Ohrstrom easement in Bath County.

This closed meeting will be attended only by members of the Board. However, pursuant to Section 2.2-3712 (F), the Board requests counsel, the Executive Director, the Deputy Director of Policy and Acquisition, Owned Lands Manager, the Deputy Director of Stewardship, the Assistant Director of Stewardship, Communications Manager and the Executive Assistant to attend this meeting, as it believes their presence will reasonably aid the Board in its consideration of topics that are the subject of the meeting.

Ms. Obenshain moved that the body go back in to open session; motion seconded by Ms. Ridder and passed unanimously.

Bobbie Cabibbo read the Certification of the Closed Meeting:

WHEREAS, The Board of Trustees conducted a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and WHEREAS, Section 2.2-3712.D of the Code requires a certification by this Board that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED that the Board hereby certifies that, to the best of each member's knowledge, only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Board.

Roll Call Vote for certification:

Madam Chair: Aye, Mr. Slater: Aye, Ms. Obenshain: Aye, Ms. Brown: Aye, Mr. Thompson: Aye, Ms. Baskerville: Aye, Mr. Richardson: Aye

PRESERVATION TRUST FUND

Motion made by Ms. Obenshain directing staff to reallocate any of the remaining PTF funds to the public access projects approved at the February 9, 2017 meeting; motion seconded by Ms. Ridder and passed unanimously.

CONSENT AGENDA - PRESERVATION TRUST FUND LAND CONSERVATION PROJECTS **

Motion made by Ms. Obenshain to approve both the allocation of PTF monies and easement terms for the Preservation Trust Fund Consent Agenda (as listed below); motion seconded by Ms. Ridder and passed unanimously.

Type of Project	Name	County	Acreage	\$ approved
<u>Easement</u>	<u>Cubbage, Bennie N. & Barbara A.</u>	<u>Page</u>	<u>122 +/-</u>	\$16,500 (with survey \$5000)
<u>Easement</u>	<u>Lohr, Gary & Ellen</u>	<u>Rockingham</u>	<u>85.88</u>	\$11,500
<u>Easement</u>	<u>Roy G. Pollard</u>	<u>Essex</u>	<u>156.65</u>	\$11,500

Motion made by Ms. Obenshain to approve an award of up to \$5,000 of PTF money to the Benson project for a survey; motion seconded by Ms. Ridder and passed unanimously.

CONSENT AGENDA - LAND CONSERVATION PROJECTS

Motion made by Ms. Obenshain to approve the prospective easement projects listed on the Consent Agenda (noted below); motion seconded by Mr. Slater.

Mr. Richardson expressed concern about future stewardship legal challenges. Staff assured the Trustees that when there is indication during the easement development process that a problem may arise, the Staff works diligently to resolve the issue(s). In cases where a resolution is not possible VOF advised the property owner of other options which may include another land trusts that can better suit the landowner's objectives. There are cases when Staff declines to bring an easement proposal to the Trustees. A vote was taken on the motion and passed unanimously.

Easement - Ball, Jennifer B. - Augusta County - 125.316 acres

Easement - Blackbeard Pond Partnership, LLC - Westmoreland County - 242.37 acres

Easement - Brankley, Keith D and Mark G. - Mecklenburg County - 157.58 acres

Easement - Bruington Trust "Sanktown" - Northumberland County - 250 acres

Easement - Sterling Edmunds, Jr. - Halifax County - 177.00 acres

Easement - Fork Field Farm, LLC - Amelia County - 371.10 acres

Easement - Green Springs Timber, LLC/Javor Tract - Louisa County - 726.766 acres

Easement - Grub Hill Farm, LLC - Amelia County - 650 +/- acres

Easement - Lawson, Thomas T. & Anna L. - Alleghany County - 85.263 acres

Easement - NERD Farms, LLC - Franklin - 98.304 acres

Easement Reconsideration - Reeves/Back Acres Farm - Henrico County - 211.283 acres

Easement - Bluebird Farms, LLC & Troy A. Rice & Lisa R. Rice - Bedford County - 575.174 acres

Easement - The Lena B. Ritchie Trust - Grayson County - 98.537 acres

Easement - Joseph & Emily Sayers Revocable Trust - Appomattox County - 186 +/- acres

Easement - Edward M. Turner, III - Carroll County - 91.9 County

Easement - Ann W. Warner - Bath County - 13.35 acres

Easement - Woycik/Rose Hill Farm - Orange - 489.91 acres

Easement - Marcelle Morel, Executor of the estate of John H. Wright - Elk Hill - Goochland County - 402.032 acres

BULL RUN NATURAL AREA PRESERVE

Motion made by Ms. Ridder to:

- initiate the new policy requiring 2 VOF representatives be present whenever BRNAP is open to the public
- approve the policy of an annual winter closure and reopening in spring
- approve the proposed schedule of opening the preserve to the public on Friday, Saturday and Sunday
- serve notice to the Bull Run Mountains Conservancy of our intent to terminate the License for Use of the Bull Run Mountains Natural Area Preserve

Motion seconded by Mr. Richardson and passed unanimously.

Motion made by Mr. Richardson to change date of Finance, Audit and Compliance meeting to April 26th and the May meeting to the 31st; motion seconded by Mr. Slater and passed unanimously.

Motion made by Ms. Ridder to appoint Mr. John Richardson as Chair of the Finance, Audit and Compliance Committee; motion seconded by Mr. Slater and passed unanimously.

Motion made by Mr. Slater to pass the continuing spending resolution as a precautionary measure due to scheduling conflicts with the June meeting; motion seconded by Ms. Brown and passed unanimously. Attachment B

Motion made by Mr. Slater to adjourn the meeting; motion seconded by Ms. Brown and passed unanimously.

RESOLUTION

**VIRGINIA OUTDOORS FOUNDATION BOARD OF TRUSTEES
RESOLUTION TO APPROVE A CONTINUING SPENDING
AUTHORIZATION**

WHEREAS, the fiscal year for the Virginia Outdoors Foundation (VOF) is 1 July through 30 June; and

WHEREAS, a fiscal year Budget is developed and adopted to provide planning and program guidance to the VOF Board of Trustees and the VOF Management Team; and

WHEREAS, Budget calculations are developed from the best available information before the commencement of the new fiscal year; and

WHEREAS, line items in the budget are for planning and program allocation purposes and actual expenditures may vary from adopted Budget projections as long as total expenses do not exceed available revenues; and

WHEREAS, the next Trustee meeting may be delayed until a date in July which is after the beginning of Fiscal Year 2017-2018; now, therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 30th day of March 2017, That operations shall continue from June 30th through July 20th as outlined in the VOF Budget for Fiscal Year 2016-2017.

ADOPTED by a vote of 5 for and 0 against

ATTEST:

Brett Christina Glymph, Executive Director