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MINUTES
VIRGINIA OUTDOORS FOUNDATION (VOF)
BOARD OF TRUSTEES
GENERAL ASSEMBLY BUILDING SENATE ROOM A RICHMOND, VA
NOVEMBER 6, 2014

BOARD MEMBERS

Stephanie Ridder, Chair
Peter Bance
Elizabeth Obenshain
John Richardson
Tom Slater
Brent Thompson
Childs Burden

OTHER ATTENDEES

Rex Linville, Piedmont Environmental Council (PEC)
Fred Fisher, Office of the Attorney General
Katherine Ayers, Office of the Attorney General
Nan Mahone, Conservation Partners
Lee Merrill, Rockbridge Area Conservation Council
Fred Carlyle, interested citizen
Martha Boneta, PAA, LLC
William Hurd, Attorney
Chris Miller, PEC
Dan Holmes, PEC
Kathleen Kilpatrick, Capital Square Conservation Council
Bri West, PEC
John Walker, III, Attorney
Thomas Cranmer, Fairfax Free Citizen
Daniel Brubaker, Fairfax Free Citizen
Alma Jackson, interested citizen, Staunton
Dan Moxley, interested citizen, Staunton
Hannah Moxley, interested citizen, Staunton
Arch Jones, James City County
Kevin Schmidt, Virginia Department of Agriculture and Consumer Services
Laura Mallinak, interested citizen
Kyle Shreve, VA Retail Merchants Assoc.
Sarah Richardson, Department of Conservation and Recreation, (DCR)
Sue Bulbulkaya, DCR
Clyde Cristman, DCR
David Johnson, Environmental Strategy
Rex Springston, Richmond Times-Dispatch
Time Hannigan, Fairfax Free Citizen
JoAnn Abbott, interested citizen
Sean Malone, Honest Enterprise Documentaries
Amanda Johnston, Legislative Aide to Delegate Pogge
The Honorable Brenda Pogge, VA House of Delegates
Leslie Jones, Hampton Roads Tea Party, VA Bch

Anita Hile, HC Tea Party
Bob Keeber, Patrick Henry Tea Party
Makr Hile, Henrico County Tea Party
Jackie Hill, Hampton Roads Tea Party
Tina Fox, FC Tea Party
Petra Nadal, concerned citizen
Elizabeth Knapp, Washington & Lee University (W&L)
John Hoogakker, W & L
David Merchan W&L
Tony Smith, Secure Futures LLC
Rosanne Reddin, Historic Triangle Republican Women, Concerned Citizens of the Historic Triangle
Tammy Beard, concerned citizen
Bonner Cohen, Committee for a Conservative Tomorrow
John Schmitt, Fauquier Republicans
Cristina O'Connell, interested citizen
Shakola Walker, interested citizen
Kathaine Pokkin, author, interested citizen
Rich Knox, Fair Lakes Tea Party
Barry Isenhour, Liberty Farms
Tom DeWeese, American Policy Center
Victor King, Orange County
Janet Bonillo, Louisa/Fed. Tea Party
Tom White, Virginia Right
Lynne & Thomas Malwowski, interested citizens
Larry Nordvig, citizen
Madge Eicher, Fauquier County, interested citizen
Donna Holt, VA Campaign for Liberty
Rita Grace, Constitutional Tea Party
Ben Grace, Liberty Cave Radio
Waverly Woods, Hampton Roads Tea Party
B. Scheft, Constitutional Tea Party
Noah Ticker, Roanoke County Citizens
Carol Stopps, Charlottesville Tea Party
Lira Copeland, interested citizen
K. W. Lawson, interested citizen
Ron Wilcox, Northern Virginia Tea Party
Lynne Talley, interested citizen
Dan and Lisa Gisselquist, interested citizen
Craig Rocker, interested citizen
Mary Jones, interested citizen
Barbara Henry, CSG
Landra Skey, CSG
Dana Espenscheid, interested citizen, Quantico
Mark Daugherty, interested citizen, Staunton
Craig Rucker, interested citizen

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OTHER ATTENDEES (CONT'D)

Chris Toner, interested citizen
Leslie S. Kelly, interested citizen, Tea Party
Terri Laycock, Loudoun County, Department of Transportation
Ron Circe, Banshee Reeks Manager
Mark Novak, Loudoun County, PRCS
Jim Zeller, Virginia Department of Transportation

Bobbie Cabibbo, Executive Assistant
Anna Chisholm, Finance Manager
Carroll Courtenay, Easement Assistant
Josh Gibson, Easement Project Manager
Harry Hibbits, Assistant Director, Stewardship
Krista Hozyash, Stewardship
Kerry Hutcherson, Staff Attorney
Neal Kilgore, Easement Project Manager
Margo Maier, Intern - Communications
Jason McGarvey, Communications and Outreach Manager
Dave Morton, IT/GIS Manager
Erika Richardson, Stewardship Manager
Philip Reed, Director, Landowner Relations
Amanda Scheps, Owned Lands Manager
Bruce Stewart, Staff Attorney
Estie Thomas, Easement Project Manager
Laura Thurman, Easement Project Manager

STAFF

Brett Glymph, Executive Director
Leslie Grayson, Deputy Director, Policy & Acquisitions
Martha Little, Deputy Director, Stewardship
Tamara Vance, Deputy Director, Easements
Ruth Babylon, Easement Project Manager
Brad Baskette, Stewardship
Sherry Buttrick, Assistant Director, Easements

The Chairman, Steph Ridder, called the meeting of the Virginia Outdoors Foundation Board of Trustees to order, at 9:30 a.m.

Approval of the Order of Business

Steph Ridder called for a motion to approve the order of business. Motion made by Tom Slater to approve the Order of Business as presented; motion seconded by Beth Obenshain and passed unanimously.

Approval of Minutes

Steph Ridder called for a motion to approve the minutes from the following meetings:

- Easement and Policy Meeting - September 11, 2014 &
- Audit and Finance Committee Meeting - October 16, 2014

Motion made by John Richardson to approve minutes as presented; motion seconded by Beth Obenshain and passed unanimously.

Executive Director's Report

Brett Glymph, Executive Director, reported that she had gone before a General Assembly sub-committee examining tax credits, including the Land Preservation Tax Credit on 11/5/14. VOF commissioned a survey to ask landowners about the importance of the tax credit in their decision to place an easement on their land. Those results are part of the permanent record of this meeting.

Deputy Director Reports

Tamara Vance, Deputy Director of Easements reported that staff put before the board 121 easements for consideration this year, representing 36,000 acres.

Martha Little, Deputy Director of Stewardship reported on the ever-increasing portfolio of properties. More than half of the easements were stewarded this year due to the amazing efforts of volunteers as well as the dedicated staff. Methods used included aerial imagery, landowner surveys and property visits. Of 396 stewardship issues discovered, 330 have been resolved.

In Martha's discussions with the pipelines companies, they have communicated that the routes for the pipelines will avoid properties under VOF easement.

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OWNED LANDS REPORT

Leslie Grayson, Deputy Director of Policy and Acquisitions

Leslie reviewed the report included in the published materials

RESOLUTION FOR 2015 MEETING DATES

Brett Glymph pointed out that our first meeting of 2015 is a policy meeting. Motion made by Childs Burden to approve Resolution for 2015 Meeting Dates as presented; motion seconded by Tom Slater and passed unanimously. (ATTACHMENT A)

PIEDMONT AGRICULTURE ACADEMY, LLC

Mr. William Hurd, attorney, on behalf of MB requested the trustees to adopt a resolution authorizing staff to work on a transfer of PEC's interests in the easement to VOF. This request was made based upon the allegations that PEC's enforcement practices exceed the authority of the easement.

Ms. Boneta, president of PAA, LLC thanked the board for allowing her the time to share her story and introduced a video, a copy of which is held with the permanent record.

After the video Mr. Hurd again urged the trustees of VOF to adopt the Resolution before them.

Steph Ridder recused herself from the discussion and appointed Beth Obenshain as Chair for the duration of this agenda item.

Mr. Turner Broughton, attorney from Williams Mullen spoke on behalf of PEC. He said that the allegations against PEC lack a factual basis and PEC denies that any of its actions have been inconsistent with the easement terms. It is PEC's belief that Ms. Boneta is unable to support her claims with proof as evidenced in her recent voluntary withdrawal of a lawsuit filed in Fauquier County Court.

Mr. Hurd spoke to the video and documents submitted as evidence of Ms. Boneta's allegations and introduced Mr. David Johnson who also spoke of his hope that the trustees will adopt the Resolution.

The following citizens spoke on behalf of PAA, LLC and Ms. Boneta
Bonner Cohen, Tom DeWeese, Craig Rucker, The Honorable Brenda Pogge, Randall Anderson, Tom White, Dan Gisselquist, Victor King, Ron Wilcox, Landra Skelly, Donna Holt, Ben Grace and Rita Grace

Kathleen Kilpatrick, spoke to the overall concerns that we remember that each easement is different, protects different values and therefore call for different types of stewardship.

Beth Obenshain called for consideration of the Revised Resolution before the trustees.

Fred Fisher from the office of the Attorney General proposed a change in this Revised Resolution:
In the 6th whereas clause it states: "VOF is not a fact-finder and board meetings are not evidentiary hearings as such" to be replaced with "VOF has no jurisdiction to decide the dispute and therefore".

Motion made by Childs Burden to approve the Revised Resolution as amended; motion seconded by Tom Slater and passed unanimously. (Attachment B)

Mr. Burden thanked everyone for coming and remarked that the property in question is so strikingly beautiful and thanked Ms. Boneta for her efforts to that end.

Recessed for a 10 minute break

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PROCUREMENT POLICY

Anna Chisholm, Finance Manager presented the policy. Motion made by Beth Obenshain to approve the Resolution as presented; motion seconded by Tom Slater and passed unanimously. (ATTACHMENT C)

The floor was opened for additional Public Comments and no one participated.

PRESERVATION TRUST FUND LAND CONSERVATION PROJECTS

Easement Reconsideration -Conner, James – Floyd County - 70.79 acres - Motion made by Childs Burden \$1,200 to approve proposed easement as presented with \$1,200 PTF monies awarded; motion seconded by Tom Slater and passed unanimously.

Easement - Rockcastle Farms, LTD – Bedford County -128.1 acres - Motion made by Childs Burden to approve proposed easement as presented with \$ 6,500 of PTF monies awarded; motion seconded by Tom Slater and passed unanimously.

Easement - Thompson, Tamara – Rockbridge County - 166.82 acres - Motion made by Tom Slater to approve proposed easement as presented with \$9,000 of PTF monies \$4,500 for typically covered expenses and \$4,500 to pay for a composite survey; motion seconded by John Richardson and passed unanimously.

Anna Chisholm reported that \$93,000 remains in the FY15 fund.

LAND CONSERVATION PROJECTS

Easement - Seth and Brandi Heath - Smyth County - +/- 189.88 acres – Amend proposed easement: If the existing gas line right of way does not accommodate co-location of additional lines, then the addition of Public Infrastructure Expansion (PIE) language is allowed. Motion made by Childs Burden to approve proposed easement as amended; motion seconded by Peter Bance and passed unanimously.

Easement - John V. Morgan, Jr. - Smyth County - +/- 198 acres - Motion made by Tom Slater to approve proposed easement with the following conditions: a composite survey will be done to determine acreage; if the acreage is 150 acres or less then dwellings allowed will go from 4 to 3 and 2 parcels will be allowed. If the acreage is to be closer to 198, the proposed easement is approved as presented; motion seconded by Beth Obenshain and passed unanimously.

Easement - Bryan E. Stokes & Edward H. Stokes - Smyth & Washington Counties- +/- 273 acres – Amend proposed easement to dictate that the division (if ever exercised) would be such that the 50’ right of way line is where the division would occur. Motion made by Beth Obenshain to approve proposed easement as amended; motion seconded by Tom Slater and passed unanimously.

Easement - William C.Walker & Ashley A. Spence Walker - Smyth County - 72.04 acres - Motion made by Tom Slater to approve proposed easement as presented; motion seconded by Childs Burden and passed unanimously.

Easement - Lloyd O. Goode, Jr. & Michelle Rich Goode – Bedford County - 185.59 acres - Motion made by Peter Bance to approve proposed easement as presented; motion seconded by Tom Slater and passed unanimously.

Tamara Vance asked if the Trustees would allow a Consent Agenda which would consist of proposed easements that met all VOF guidelines and had no issues, for future meetings. The Trustees agreed that they were and we should begin next meeting.

Easement - Dietz, James & Lou Ann - Shenandoah County - 261.238 acres - Motion made by Childs Burden to approve proposed easement as presented; motion seconded by Peter Bance and passed unanimously.

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Easement - Virginia Horse Center Foundation - Rockbridge County - +/- - 445 acres - Motion made by Brent Thompson to approve proposed easement with the following amendments:

- Reduce the buffer from 100' to 50' along the historic rail line
- If the field work verifies the existence of cave is protection will be added
- Allowed horse jumps around the buffers of the sink hole area

Motion seconded by Peter Bance and passed unanimously.

Washington & Lee Request for Review RBG-VOF-1754 –

Martha Little presented an unusual interpretation question. These questions are not normally brought to the board but this is such a novel idea that Staff thought it important to seek the boards reaction.

Harry Hibbitts, Assistant Director of Stewardship presented a power point with an overview of the project and the easement. Elizabeth Knapp, Senior Assistant to the President & Professor of Geology at Washington & Lee, Dave Merchan, PE, LEED AP, Engineer with Washington and Lee University and Tony Smith, President, Secure Futures LLC answered questions.

John Richardson, trustee, said that that if W & L wanted to build this they have our blessing and Tom Slater, Trustee, shared that he thought this project was good for W&L, Virginia Military Institute as well as the surrounding area. The remaining Trustees agreed with Mr. Richardson and Mr. Slater.

Amendment - Tallent, Martha - Northumberland County - 6.069 additional acres – Amend proposal to include a 1% impervious cap and clarify that there are non-residential outbuildings allowed, but not farm buildings. Motion made by Peter Bance to approve amendment as amended; motion seconded by Beth Obenshain and passed unanimously.

Easement - Ralph E. Pullen - Culpeper County - 168.80 acres - Motion made by Childs Burden to approve proposed easement as presented; motion seconded by Peter Bance and passed unanimously.

Easement - Thieblot, Armand J. & Bernice A. - Nelson County - +/- - 400 acres – NOTE: There is a typo in the Easement Summary Sheet: a 500 sq. foot building is allowed in the restricted build area, vs. 400 sq.ft. printed. Motion made by Tom Slater to approve proposed easement with correction; motion seconded by Beth Obenshain and passed unanimously.

Easement - Anthony J. and Marta M. Buzzelli - Orange County - 29.348 acres - Motion made by Peter Bance to approve proposed easement as presented; motion seconded by Childs Burden and passed unanimously.

Easement Reconsideration - James Edmunds II - Halifax County - 732.6 acres – Amend easement to change to 5,000 sq. foot aggregate cap on processing buildings vs. the 4,500 in Easement Summary Sheet. Motion made by Beth Obenshain to approve proposed easement as amended; motion seconded by Tom Slater and passed unanimously.

Easement - C. Matthew Fariss & William C. Hiser - Campbell County - 66.7 acres - Motion made by Childs Burden to approve proposed easement as presented; motion seconded by John Richardson and passed unanimously.

Easement - C. Matthew Fariss & John Mason/D.Y. Henry tract - Charlotte County - 358.61 acres - Amend easement proposal to increase the 500' ft. building review threshold to 1000 sq. ft within the view shed of Red Hill. Motion made by Childs Burden to approve proposed easement as amended; motion seconded by Tom Slater and passed unanimously.

Easement - Flatwoods Land Trust - Albemarle County - 1180.95 acres - Motion made by John Richardson to approve proposed easement as presented; motion seconded by Tom Slater and passed unanimously.

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Easement - Kenneth R. & Frances Goin – Appomattox County - 194.29 acres – Amend easement to remove the livestock exclusion from the stream. Motion made by Tom Slater to approve proposed easement as amended; motion seconded by Beth Obenshain and passed unanimously.

Easement - Grelen Farm, LLC – Orange County - 500 +/- acres – Amend easement to allow for three parcels vs. four listed in the Easement Summary Sheet. Motion made by Tom Slater to approve proposed easement as amended; motion seconded by Beth Obenshain and passed unanimously.

Easement - Sandra A. Canepa - Southampton & Sussex Counties – 223 acres - Motion made by Tom Slater to approve proposed easement as presented; motion seconded by Beth Obenshain and passed unanimously.

Childs Burden asked for a recommendation from staff concerning shooting ranges and the commercial vs. private issue during the upcoming policy meeting.

Easement/ACUB - John E. Cave Sr. - Nottoway – 312 acres – NOTE/Amendment: There is a question on the acreage therefore if the acreage is less than 300 acres 2 parcels will be allowed; if acreage is 300 + then 3 parcels are allowed. Motion made by Tom Slater to approve proposed easement as amended; motion seconded by Beth Obenshain and passed unanimously

Easement - Howard E., Joan P, and Michael H. Drewry “Rural Shade” - Sussex County - 138.06 acres - Motion made by Beth Obenshain to approve proposed easement as presented; motion seconded by Tom Slater and passed unanimously.

Easement/ACUB - Scott Timberland Co., LP - Dinwiddie County – 446 acres - Motion made by Childs Burden to approve proposed easement as presented; motion seconded by Tom Slater and passed unanimously.

Banshee Reeks Conversion Diversion Request

Erika Richardson presented this request and a copy of the presentation is on file with the permanent record. Terri Laycock, Ron Circe, Mark Novak and Jim Zeller were on hand and answered questions. Motion made by Childs Burden to adopt the Resolution allowing the Conversion Diversion request as presented; motion seconded by Tom Slater and passed unanimously.

Brett Glymph commended staff on the preparation for this exceptional meeting. In addition, several staff members were recognized for their years of service.

Motion made at 2:20 pm by Tom Slater to adjourn; motion seconded by Beth Obenshain and passed unanimously.

RESOLUTION

**VIRGINIA OUTDOORS FOUNDATION (VOF) BOARD OF TRUSTEES
RESOLUTION TO SET VOF MEETING DATES FOR CALENDAR YEAR 2015**

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 6th day of November 2014, That the following dates are hereby adopted for VOF Board of Trustee meetings in the calendar year 2015.

DATES	LOCATION
Thursday, February 26, 2015 Policy	TBD
Thursday, March 26, 2015 Policy/Easement Consideration	TBD
Thursday, June 25, 2015 Policy/Easement Consideration	TBD
Thursday, September 24, 2015 Policy/Easement Consideration	TBD

Adopted by a vote of 7 for and 0 against

ATTEST: Brett C. Glymph, Executive Director

RESOLUTION**A VIRGINIA OUTDOORS FOUNDATION BOARD OF TRUSTEES RESOLUTION TO SEEK A SOLUTION TO EASEMENT ADMINISTRATION ISSUES FOR VOF'S OPEN-SPACE EASEMENT NUMBER FAU-VOF-2026**

WHEREAS, the Virginia Outdoors Foundation (“VOF”) and the Piedmont Environmental Council (“PEC”) co-hold an open-space easement (“Easement”) known to VOF as FAU-VOF-2026 and known to PEC as “Ovoka 64,” which easement was recorded among the land records of Fauquier County on August 1, 2006, in Deed Book 1227, Page 574; and

WHEREAS, Piedmont Agriculture Academy, LLC (“Landowner”) is the fee simple owner of the property that is subject to the Easement; and

WHEREAS, Landowner is the successor in interest to Martha Boneta who purchased the property, subject to the Easement, from PEC in 2006; and

WHEREAS, the Easement grants exclusive authority to PEC for enforcement of certain restrictions (“PEC’s Restrictions”), and the Easement grants primary authority to VOF to enforce the remainder of the Easement’s restrictions; and

WHEREAS, PEC and Landowner have been involved in a dispute relating to administration of the PEC’s Restrictions under the Easement; and

WHEREAS, VOF has no jurisdiction to decide the dispute and therefore it, takes no position on the allegations or claims of either party, leaving those conclusions to a court of competent jurisdiction; and

WHEREAS, Landowner has petitioned the VOF Board of Trustees to adopt a resolution evidencing VOF’s willingness to work with the Landowner and PEC to help settle the issues between the parties related to the Easement;

NOW THEREFORE, be it

RESOLVED, by the Virginia Outdoors Foundation Board of Trustees, this 6th day of November 2014:

That in an effort to settle the issues related to easement administration between Landowner and PEC, the Virginia Outdoors Foundation Board of Trustees hereby states that it is willing to consider an agreed-upon proposal by the parties wherein VOF would become the sole administrator of the Easement, subject to conditions to be specified at a later date by VOF’s Executive Director and subject to the final approval of the Board of Trustees, and

FURTHER LET IT BE RESOLVED,

That the Virginia Outdoors Foundation Board of Trustees hereby encourages PEC and the Landowner to work together to find common-ground to settle the issues and find a practical solution, which solution may include but is not limited to, the above-described proposal to unify administration of the Easement in VOF, and

FINALLY LET IT BE RESOLVED,

That the Virginia Outdoors Foundation Board of Trustees hereby directs VOF staff to work with PEC and Landowner to seek a solution amenable to all the parties.

ADOPTED by a vote of 6 in favor and 0 against and one abstention

ATTEST: Brett C. Glymph, Executive Director

RESOLUTION**RESOLUTION OF THE VIRGINIA OUTDOORS FOUNDATION BOARD OF TRUSTEES
TO APPROVE A CONVERSION/DIVERSION (1704) REQUEST FROM THE
LOUDOUN COUNTY BOARD OF SUPERVISORS**

WHEREAS, the Virginia General Assembly created the Virginia Outdoors Foundation (VOF) as a body politic which “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” (Code of Virginia; §10.1-1800); and

WHEREAS, by a certain deed of gift of easement recorded in the Office of the Clerk of the Circuit Court for Loudoun County, Virginia in Deed Book 854, Page 1014, the VOF is the grantee of an open-space easement containing approximately 519.0441 acres with additional setback restrictions on portions of an additional 180.66 acres that are more particularly described in the aforementioned deed, (together, the “Easement Property”); and

WHEREAS, the Easement Property is currently owned and operated by Loudoun County as the Banshee Reeks Nature Preserve (BRNP) which is located adjacent to The Woods Road (Rt. 771); and

WHEREAS, the only municipal landfill in Loudoun County is also located adjacent to The Woods Road, which is parallel to the BRNP, and the County has determined landfill expansion is necessary in order to meet the community’s increased demand for solid waste disposal; and

WHEREAS, in order to expand the landfill and meet the existing requirements of the permits for the landfill, including the groundwater monitoring wells required by the DEQ landfill permit, The Woods Road must be relocated; and

WHEREAS, pursuant to Virginia Code Section 10.1-1704 (“1704”), the Loudoun County Board of Supervisors has applied to the VOF Board of Trustees (“Board”) to release the open-space easement and setback restrictions on an area of approximately 10.14 acres within the Easement Property to facilitate the realignment of The Woods Road and allow landfill expansion; and

WHEREAS, as required by 1704, Loudoun County has offered replacement land of approximately 170 acres adjacent to the BRNP easement to offset the release of the approximately 10.14 acres of open-space easement and setback restrictions; and

WHEREAS, after careful evaluation of the application, the Board finds that this project meets the requirements of 1704 including: (i) the project, and the converted land necessitated thereby, is essential to the orderly growth and development of Loudoun County, (ii) the project is in compliance with the official comprehensive plan of Loudoun County currently in effect, (iii) the offered replacement land is of at least equal fair market value to the converted land, (iv) the replacement land is of greater value as permanent open-space land than the converted land, and (v) the replacement land is of as nearly feasible equivalent usefulness and location for use as permanent open-space land as the converted land; and

WHEREAS, therefore be it **RESOLVED** by the Virginia Outdoors Foundation Board of Trustees this 6th day of November 2014, that the Loudoun County 1704 application is approved and allows for the release of approximately 10.14 acres (but not to exceed 11 acres total) pursuant to Loudoun County providing an adequate legal description of the acres to be released and accepts the ~ 170 acres of replacement land to be added by superseding amendment.

ADOPTED by a vote of 7 for and 0 against

ATTEST:

Brett Glymph, Executive Director