



Minutes
Virginia Outdoors Foundation (VOF)
BOARD OF TRUSTEES MEETING
9/14/2021

Attendees:

Board of Trustees:

Eleanor Brown, Chair
Viola Baskerville
Tom Slater
Steph Ridder

Trustees Attended Virtually:

Raul Garcia
Brent Thompson
Beth Obenshain

Council:

Richard Mahevich, Office of the Attorney General

Staff:

Brett Glymph, Executive Director
Bobbie Cabibbo, Executive Assistant
Anna Chisholm, Deputy Director, Administration
Leslie Grayson, Deputy Director
Dave Morton, IT Director

Virtual Attendees:

Beck Stanley
Ellen Shepard – Virginia United Land Trusts
Nan Mahone Wellborne
Stefanie Taillon
Hallie Harriman
Link Elmore – VOF Staff
Sherry Buttrick – VOF Staff
Ruth Babylon – VOF Staff
Jason McGarvey – VOF Staff
Lucas Manweiler – VOF Staff

The Chair, Eleanor Brown, opened the meeting at 10:00 am and welcomed everyone present and those who joined virtually.

APPROVAL OF THE ORDER OF BUSINESS

Motion made by Tom Slater to insert the vote on the Cummings resolution after the owned lands part of the presentation; motion seconded by Viola Baskerville and passed with a vote of 4 – 0 in favor.

PUBLIC COMMENTS

No public comments were submitted.

APPROVAL OF MINUTES

Motion made by Steph Ridder to approve the minutes from the June 10, 2021 meeting; motion seconded by Viola Baskerville and passed by a vote of 4 – 0 in favor.

CHAIR'S REPORT/COMMENTS

Eleanor thanked the three departing trustees for their service. Beth Obenshain said it was an honor to be part of VOF's leadership during such innovation in VOF's land conservation. Brent Thompson echoed that the direction VOF headed in these past 8 years has been amazing. Steph Ridder remarked that her time as a VOF trustee was an overwhelmingly positive experience and an honor to bring as many Virginians as we can to be benefactors of this work.

DIRECTOR’S REPORT

Brett spoke about the Secretary of Natural Resources presentation to the Commission on Racial Inequity in Virginia Law and subsequent discussions have sparked good information, creative suggestions and many conversations. Brett view this as an opportunity to be more effective in our land conservation trajectory and she will be presenting to the same commission on Sept 15th.

Staff members will be going back to the office on October 1, following the governor’s newest guidelines on COVID-19 restrictions. The Richmond office is moving and will co-locate with the Division of Wildlife Resources in Henrico County.

SIGNING RESOLUTION

Motion made by Tom Slater to approve signing resolution as presented; motion seconded by Step Ridder and passed with a vote of 4 to 0 in favor.(Attachment A)

FINANCE

FY20 Audit Review

Tom thanked the staff for their fine work on the clean audit of FY20.

Fee Schedule

Motion made by Tom Slater to approve the amended Fee Schedule; motion seconded by Viola Baskerville and passed with a vote of 4 to 0 in favor.

LAND CONSERVATION

Anna Chisholm presented the Preservation Trust Fund Report (PTF). Motion made by Steph Ridder to approve the new categories for the PTF; motion seconded by Viola Baskerville and passed with a vote of 4 to 0 in favor.

Owned Lands presentation given by Leslie Grayson. The presentation is on file with the permanent record of this meeting.

Cummings Land Donation Resolution

Motion made by Tom Slater to amend the Cummings Land Donation Resolution by place the phrase “for purposes of open-space in the first and 5th and last recitals; motion seconded by Steph Ridder and was approved by a vote of 4 to 0 in favor. (Attachment B)

Leslie presented slides about the land conservation projects being considered at this meeting. Presentation is on file with the permanent record of this meeting.

CONSERVATION PROJECTS

Motion made by Tom Slater to approve all projects listed below and included in the meeting materials as presented with exception of the John Lindsey York project. The amendment requires inclusion of the VOF standard forestry language. The motion was seconded by Steph Ridder and was approved with a vote of 4 to 0 in favor.

<u>VOF Easement</u>	<u>Brankley Farms, Inc. – Mecklenburg County</u>
<u>VOF Easement</u>	<u>Mark H. & Dana F. Campbell – Nelson County</u>

DRAFT

VOF Easement- 2 VLCF Grants & PTF Cost Only	<u>Camp Kum-Ba-Yah Inc. - City of Lynchburg</u>
VOF Easement	<u>Clay, James and Bernadine – Hanover County</u>
VOF Easement	<u>DFWA Properties, LLC – Nelson County</u>
VOF Easement-VLCF	<u>Ellis, Francis H., George Dandridge, and Lawson, Jennifer E. – Essex County</u>
VOF Easement	<u>Engel Farms, Inc-Angel Rose Farm - Sussex County</u>
VOF Easement	<u>Foxlease Farms, LLC – Loudon County</u>
VOF Easement	<u>Greer Farm, LLC – Smyth County</u>
VOF Easement-& PTF Cost Only	<u>Harris, Garnett L. – “Gill Farm” – Northumberland County</u>
VOF Easement -NAVY REPI Partial Purchase	<u>Horner, "Broadview" – Westmoreland County</u>
VOF Easement	<u>Woodrow W. Hynson, Jr. – Westmoreland County</u>
VOF Easement	<u>Kosek, Patrick and Shannon - King and Queen County</u>
VOF Easement	<u>John York Lindsey Revocable Trust of 1999 Bland County</u>
VOF Easement	<u>ND Ponics Inc. – Clark – Rockbridge County</u>
VOF Easement	<u>ND Ponics Inc. – Waymack – Rockbridge County</u>
VOF Easement	<u>Scott, David and Debbie, Jarrod and Kathryn - Richmond County</u>
VOF Easement	<u>Debra Speyer -Chimneys Farm – Madison County</u>
VOF Easement	<u>Howell L.T.D Taylor-Jerdone Mountain – Orange County</u>
VOF Easement	<u>Waverly Farms-Belmont, LLC – Spotsylvania County</u>

A Public Comment received on the day of the meeting was read from Deb Field thanking and congratulating Viola Baskerville on her body of work supporting the Commonwealth of Virginia and most recently attending an event at the Shady Oak Rosenwald School in Louisa County.

New Business/Comments

No new business was discussed

Next Meeting Date

The next meeting date was confirmed to be November 8, 2021.

Closed Session for discussion as provided for in the Code of Virginia §2.2-3711(A)(3)(7))

Bobbie Cabibbo read and Tom Slater moved the following motion:

“Madame Chair, I move that the Board go into a closed meeting pursuant to Section 2.2-3711.A.7 and 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:

- Consultation with legal counsel and briefings by staff members pertaining to probable litigation involving Projects 3855 & 2188
- Jackson River Farm, LLC v Virginia Outdoors Foundation

This closed meeting will be attended only by members of the Board. However, pursuant to Section 2.2- 3712 (F), the Board requests the VOF’s Attorney General Counsel, the Executive Director, the Deputy Director, Administrative Director, the Executive Assistant, and IT Director as it believes their presence will reasonably aid the committee in its consideration of topics that are the subject of the meeting.

FINAL

Motion seconded by Steph Ridder and passed with a vote of 4 to 0 in favor.

The public portion of the meeting ended, and the Closed Session began.

Upon return from Closed Session, Bobbie read the following certification

“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.”

Tom Slater so certified, Eleanor Brown so certified, Viola Baskerville so certified; and Steph Ridder so certified.

The meeting adjourned.

RESOLUTION

VIRGINIA OUTDOORS FOUNDATION BOARD OF TRUSTEES RESOLUTION TO APPROVE SIGNATURE AUTHORITY FOR DEEDS OF EASEMENT AND GRANT AGREEMENTS

WHEREAS pursuant to Section 10.1-1801, the Virginia Outdoors Foundation (the “Foundation”) is established to promote the preservation of open-space lands and to encourage private gifts of money, securities, land or other property to preserve the natural, scenic, historic, scientific, open-space and recreational areas of the Commonwealth.

WHEREAS in furtherance of its statutory mission, the Foundation may acquire by gift, devise, purchase, or otherwise, absolutely or in trust, and to hold and, unless otherwise restricted by the terms of the gift or devise [...] any real property, or any estate or interest therein, as may be necessary and proper in carrying into effect the purposes of the Foundation;

WHEREAS pursuant to Section 10.1-1801, the Foundation administers the Open-Space Lands Preservation Trust Fund (“PTF”) whose purpose is to aid localities and the Foundation in the preservation of open-space land pursuant to the Open-Space Land Act (§ 10.1-1700 et seq.);

WHEREAS pursuant to board resolution, the Foundation administers the Get Outdoors Fund (GO Fund) whose purpose is to provide grants for projects that increase equitable access to safe open space in Virginia’s communities;

WHEREAS the Foundation’s work requires the execution of deeds of easements and related documents including deeds of correction, amendment, restatement, rights-of-way for access and utilities, and other real property instruments related to its easement portfolio (together “Real Property Instruments”) and the execution of grant agreements for the PTF and GO Fund and for grant programs for which the Foundation is the applicant, including, but not limited to, grant applications to state and federal agencies for open-space conservation on behalf of the Board of Trustees (together, “Grant Agreements”);

WHEREAS the Foundation’s work requires the signing of Real Property Instruments and Grant Agreements around the state; and

WHEREAS, the Executive Director, Deputy Directors and the Staff Counsel work closely with the Office of the Virginia Attorney General and other senior staff to review the Real Property Instruments and Grant Agreements; and

WHEREAS, in the case where the VOF Board of Trustees has previously approved the acceptance of an easement; and

WHEREAS, the Board of Trustees has previously delegated authority to the Executive Director, Deputy Directors and the Staff Counsel to sign deeds for acceptance of easements; now, therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 14th day of September 2021, That the Executive Director, Deputy Directors and Staff Counsel are hereby authorized to execute Real Property Instruments and Grant Agreements specifically authorized by the Board of Trustees on behalf of the Virginia Outdoors Foundation.

ADOPTED by a vote of 4 for and 0 against



ATTEST:

Brett Christina Glymph, Executive Director

RESOLUTION
VIRGINIA OUTDOORS FOUNDATION (VOF)
A RESOLUTION TO ACCEPT LAND DONATION FROM ELISABETH CUMMINGS

WHEREAS, Elisabeth Cummings, also known as Elizabeth Cummings, owns real property containing 11 acres in Blue Ridge Magisterial District, Loudoun County, Virginia located on the east side of Bull Run Mountain (PIN 362-35-2070), which she wishes to donate to the Virginia Outdoors Foundation (VOF) for conservation purposes and for open-space preservation; and

WHEREAS, the property is located approximately one mile south of Aldie within the Bull Run Mountain project area as defined by the Virginia Outdoors Foundation; and

WHEREAS, in accordance with VOF's policy, prior to acceptance and transfer of a fee simple interest in real property to VOF, VOF must receive a satisfactory Phase One Environmental Study on the property; and

WHEREAS, VOF is willing to contract and pay for such Phase One Environmental Study; and

WHEREAS, VOF is willing to accept the property subject to the following conditions: If the property is not retained by VOF, perpetual restrictions for the purposes of open-space preservation, will be placed upon the property to ensure (1) that it may never be divided or subdivided, (2) that the forest cover shall be retained, and (3) that the home site shall remain at its current location. Any proceeds from a sale shall be dedicated to VOF's Bull Run Fund to further VOF's land conservation efforts in the Bull Run Mountains; now, therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 14th day of September 2021, That VOF hereby agrees to accept the donation for open space preservation of 11 acres in Blue Ridge Magisterial District, Loudoun County, Virginia on the east side of Bull Run Mountain (PIN 362-35-2070) from Elisabeth Cummings, and if the property is ever sold, said real property to be restricted as set forth above, with the proceeds to be placed in VOF's Bull Run Fund and used for further land conservation acquisitions in the Bull Run Mountains.

ADOPTED by a vote of 4 in favor and 0 against



ATTEST: Brett Christina Glymph, Executive Director