

Minutes
Virginia Outdoors Foundation (VOF)
Board of Trustees meeting
Fredericksburg, VA
September 29, 2016

Attendees

Board Members

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

Ellen Shepherd, Virginia's United Land Trusts
Lee Stephens, Attorney
Bob Shinn
Charlie Westbrook, Atoka Conservation
Exchange
Peggy Stevens, Northern Virginia Conservation
Trust
Nan Mahone, Conservation Partners

Consultants

Rich Mahevich, Office of the Attorney General

Staff

Brett Glymph, Executive Director
Bobbie Cabibbo, Executive Assistant
Leslie Grayson, Deputy Director – Policy &
Acquisitions
Harry Hibbitts – Assistant Director - Stewardship
Jason McGarvey, Communications & Outreach
Manager
Cole Matthews, Administrative Assistant
Dave Morton, IT Manager
Amanda Scheps, Owned Lands Manager
Tamara Vance, Deputy Director - Easements

Guests

Todd Hochrein, Virginia Conservation Credit
Exchange
Trigg and Carrington Brown, Landowners
Robert Hare, Dominion Power
Rex Linville, Piedmont Environmental Council
Pete Glubiak, Attorney
Jay Norman, Blue Line Conservation
Kate Wofford, Shenandoah Valley Network

Ms. Ridder Introduced the two new board members, Viola Baskerville and Eleanor Brown.

Approval of the Order of Business

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

A motion was made by Mr. Slater:

I move that the Board go into a closed meeting pursuant to Section 2.2-3711.A.3 of the Code of Virginia for discussion or consideration of the acquisition of real property for a public purpose, or 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:

the disposition of property interest in accordance with Section 10.1.1704 related to the development of: Mountain Valley Pipeline Project; Atlantic Coast Pipeline Project

And pursuant to Section 2.2-3711.A.7 of the Code of Virginia for:

Consultation with legal counsel and briefings by staff members or consultants pertaining to actual or probable litigation, where such consultation or briefing in open meeting would adversely affect the negotiating or litigating posture of the public body;

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 Stewardship, and the Assistant Director of Stewardship, Deputy Director of Policy and Acquisitions, Owned Lands Manager and the Executive Assistant as it believes their presence will reasonably aid the Board in its consideration of topics that are the subject of the meeting.**

The closed session was recessed at 11:00 am to reconvene after the remaining business of the board was conducted.

Public Comments

Todd Hochrein advised that VOF should wait to implement the application fee until after the impact of the BDR fee is known.

Kate Wofford expressed her concern about the need for the proposed Atlantic Coast pipeline as well as the Mountain Valley pipeline.

Trigg Brown, a landowner in Bath County spoke against allowing Mr. Armistead to conduct a Boundary Line Adjustment (BLA) on the land subject to VOF easement donated by Mr. Ohrstrom. Carrington Brown also spoke against the BLA.

A motion was made by Mr. Slater recognizing staff and trustee appreciation for former trustees - Peter Bance and Childs Burden and in recognition of their loyal support; motion seconded by Ms. Ridder and passed unanimously. Staff will prepare an appropriate certificate to be presented to each former trustee.

Energy & Infrastructure Projects

Motion was made by Ms. Ridder to approve the proposed charter for the Energy & Infrastructure Committee; motion seconded by Mr. Thompson and passed unanimously.

Martha Little, reported on the existing projects.

Approval of Minutes

Energy & Infrastructure Committee- March 24, 2016 & May 26, 2016
Finance, Audit & Compliance – May 26, 2016
Board of Trustees Meeting – March 24, 2016
Board of Trustees Meeting – June 30, 2016

Mr. Slater made a motion to approve all the minutes as presented; motion seconded by Mr. Thompson and passed unanimously.

Executive Director's Report

Ms. Glymph reported on shortfalls in the Commonwealth revenue projections, request for a 5% agency budget reductions, and specific implications for VOF including deferral of a COLA implementation for employees. Ms. Glymph asked for support from the trustees to spend significant time and effort on legislation and efforts concerning increasing revenue from the deed recordation fee. Mr. Thompson made the suggestion that we consider building an incremental increase into any legislative proposal. Motion made by Mr. Richardson to support this legislative effort; motion seconded by Mr. Slater and passed unanimously.

Deputy Director's Reports

Tamara Vance reported that easement projects managers are working hard to get all the easements recorded. Martha Little reminded us that the Stewardship Program is 10 years old.

DRAFT

Leslie Grayson reported on Owned Lands activities and explained the staff rationale for a recommendation to close the Bull Run Preserve. **Motion made by Mr. Slater determining that the trustees support the closing of the public access area of the Bull Run Natural Area Preserve for a period of time to enable planning and infrastructure upgrades for public use. Motion seconded by Ms. Obenshain and passed unanimously.**

A 30-minute break for lunch was recommended and taken.

Fund Raising Opportunity

A former trustee has issued a fund raising challenge to the current trustees. He will match their donations up to \$20,000. Ms. Ridder asked that the trustees inform her of their pledge amounts in a timely fashion.

Resolution to Amend the Fee Schedule

Mr. Thompson asked that the record reflect, that if any of the new or adjusted fees have negative material impact on programs that we can be flexible and rescind. Motion made by Mr. Thompson to adopt the fee schedule as presented; motion seconded by Mr. Slater and passed unanimously. Trustees asked that staff ensure that information regarding the availability of PTF funds to assist with fees is widely advertised. (ATTACHMENT A)

Motion made by Mr. Slater to change the dates for meetings in 2017 as follows:

Motion made by Mr. Slater to add the date February 9th as a Board of Trustees meeting and to change the meeting from March 9 to March 30th and to approve the resolution as amended; motion seconded by Mr. Richardson and passed unanimously. (ATTACHMENT B)

Motion made by Mr. Richardson to approve allocation of Preservation Trust Fund (PTF) for each of the proposed projects as presented to the PTF committee and recommended by staff; motion seconded by Mr. Slater and passed unanimously.

Motion made by Mr. Slater to approve all of the Preservation Trust Fund proposed easements listed on the following Consent Agenda as presented; motion seconded by Mr. Thompson and passed unanimously.

Consent Agenda - Preservation Trust Fund Land Conservation Projects

Easement-Airy Mont Farm, LLC-Campbell County - 565.57 acres

Easement-Vladimir & Emma Beregovoy-Botetourt County - 90.437 acres

Easement-Nancy Bowles – the Oaks-Fluvanna & Goochland Counties - 142.658 acres

Easement-James H. Campbell & Myra Lynn Campbell-Smyth Counties - 180 acres +/-

Easement-William H. Campbell & Amy Elizabeth Campbell-Smyth Counties - 764 acres +/-

Easement-Double J LLC-Prince Edward Counties - 252.81 acres

Easement-Deale Mountain Farm (Moncure)-Madison County - 126.106 acres

Easement-Stanton J. Morpew-Halifax County - 154 acres +/-

Easement-Pittman, Dale / Granddaddy's-Southampton County - 158.03 acres

Easement-Pittman, Henry "Fenton Bryant"-Southampton County -170.42 acres

Easement-Walter M. Williams-Bath County -119.09 acres

Easement-Melody Lewis, Edward J. Lewis & Jessica Fowler-Amherst County - 1724 acres +/-

Motion made by Mr. Slater to approve all of the proposed easements listed on the following Consent Agenda as presented; motion seconded by Mr. Thompson and passed unanimously.

Consent Agenda - Land Conservation Projects

William Dotson, Deborah Dotson, Derrick Dotson & Lawrence Dotson-Washington County - 460 acres +/-

Blue Hill Farm, LLC/Blue Hill Farm-Campbell County -206.57 acres

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Brankley, Keith D. & Brankley, Mark G. & Brankley Farms – Home Farm-Mecklenburg County - 205.03 acres

Brankley Farms/Keith D. Brankley & Mark G. Brankley-Mecklenburg County - 574.373 acres

Buchanan – Turkey Ridge Farms-Mecklenburg County - 686.66 acres

CMF Farms, LLC-Campbell County - 163.41 acres

James E. Edmunds, II – Faith Hill-Halifax County - 432.26 acres +/-

William R. Hammond – Great Oaks Farm-Fluvanna County -223 acres +/-

Charles Elwyn Kunath, Jr. & Jean Jeter Kunath & Kerwin G. Kunath & Beverly T. Kunath-Lunenburg County -251 acres +/-

Frederick Brooks-Essex County - 95.62 acres

Frederick Brooks - Bestland-Essex County - 236.65 acres

Pittman, Dale “Niblett”- Southampton County - 95.8 acres

Pittman, Henry “Woodrow Scott”-Southampton County - 161.94 acres

Tidewater Properties of Essex, LLC – Diangerfield-Essex County – 158 acres

Tidewater Properties of Essex, LLC-Essex County – 70 acres

Frederick Bartenstein, Jr.-Rockbridge County - 496.68 acres +/-

Frederick Bartenstein, Jr.-Rockbridge County - 27.36 acres

Susan S. Benson-Frederick County - 158.51 acres

Jay A. & Mary Alice Dorschel-Highland County - 97.574 acres

Sarah A. Francisco-Augusta County - 78.22 acres

Matthew J & Beth A. Lohr-Rockingham County - 150.799 acres

Taylor Branch, LLC-Rockbridge County - 100.28 acres

Oak Grove Farms, LLC-Campbell County - 263.587 acres

Francis & Esther Oglesby, Douglas & Shelby Hall-Pulaski/Wythe County - 206 acres +/-

Joyce L. & Benny L. Shrader, Trustees of the Shrader Trust #1 & #2-Bedford County – 134 acres

Upon return from Closed Session:

A motion was made by Mr. Slater: due to the decision by DCR/Natural Heritage and the landowner to close public access to “High Point” for restoration purposes, and in consideration of the risks associated with liability, termination of the *License for Natural Resource Management, Public Recreation Use and Scenic Enjoyment of Lands Owned by Roland Farms, Inc. in Fauquier, County, Virginia, known as “High Point”* dated February 3, 2011 is recommended and approved; motion seconded by Ms. Obenshain and passed unanimously.

Certification of Closed Session:

“WHEREAS, the Board of Virginia Outdoors Foundation 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 of Trustees of Virginia Outdoors Foundation 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.”

All trustees responded “Aye”

The meeting was adjourned at 4:00 pm.

RESOLUTION

**A VIRGINIA OUTDOORS FOUNDATION
RESOLUTION OF THE BOARD OF TRUSTEES
TO ADOPT THE PROPOSED AMENDED FEE SCHEDULE**

WHEREAS, the Board of Trustees of the Virginia Outdoors Foundation (VOF) last approved the fee schedule on June 30, 2016; and

WHEREAS, a Services and Fee Schedule shall be applicable from adoption by the VOF Board of Trustees until formally changed by same; and

WHEREAS, both costs and services change over time so updates are normal and expected; and

WHEREAS, the Executive Director, in consultation with other members of the VOF Management Team and the Finance, Audit and Compliance Committee, has prepared and submitted a Proposed Amended VOF Services and Fee Schedule; now, therefore, be it

RESOLVED by the Virginia Outdoors Foundation Board of Trustees this 29th day of September 2016, That the Proposed Amended VOF Services and Fee Schedule, and is hereby, adopted as attached.

ADOPTED by a vote of 7 for and 0 against

ATTEST:

Brett Christina Glymph, Executive Director

Virginia Outdoors Foundation- Special Services and Fees

VOF provides a vast array of services to landowners free of charge, such as, interpreting existing easements, reviewing and approving plans for activities on easement properties and responding to all questions and inquiries from easement landowners and prospective buyers.

The following are services for which a fee is charged in order to defray the costs incurred by VOF. If you have questions about these services or fees, [contact your local VOF office](#).

Easement Acquisition Fees and Services

Baseline Documentation Report Preparation/Review fee: a fee of \$3,000 –\$3,500 (determined by built environment conditions of the property) for all new donated easements, to be charged at the time of BDR preparation. For projects using a third- party for BDR preparation, a \$1,500 fee for VOF review will be charged. A comprehensive review is necessary to insure that the BDR meets VOF standards.

Reconsideration of Proposal by the Board after one-year lapse: \$1,000 flat fee. This fee applies when an easement project is approved by the Board of Trustees and not recorded within one year of approval. An approved but unrecorded project must be resubmitted to the Board for reconsideration and is subject to a \$1,000 fee.

Processing Fee for New Easements: A fee of \$1,500 will be charged for each new easement reviewed by the Board of Trustees in calendar year 2017. Proposals already in progress at adoption of this fee will be exempted.

Acquisition and Stewardship Fee for Complex Transactions: This holder fee applies to a variety of conservation projects, both easements and fee simple acquisitions, which include provisions and liabilities that exceed the typical donated easement. The fee applies if a project includes one or more of the following: grant funding from sources other than the Commonwealth of Virginia, third party enforcement rights, required co-holders, or unique and/or specialized monitoring requirements. The fee will also be charged when VOF agrees to accept an easement or fee simple ownership interest as substitute land, such as those related to a conversion or diversion request under Virginia Code Section 10.1-1704, as part of corrective action for an easement violation or as part of accepting easements associated with state or federal programs such as the Wetland Mitigation Banking program.

The base fee of \$17,000 includes the Baseline Documentation Report (BDR) fee applied to donated easements but may be adjusted depending on the details of the transaction. The fee

will be decreased based on the extent that a project utilizes Commonwealth of Virginia funding sources such as the Open-Space Lands Preservation Trust Fund or the Virginia Land Conservation Fund (VLCF), and may be decreased to the extent that a particular grant program limits this type of fee or other factors at the discretion of the Executive Director. In cases of conversion or diversion requests or corrective actions, the fee may be higher, depending on the complexity of the project. The fee is due at the time of closing when the transaction is complete.

Stewardship Fees and Services

Easement Amendments:

\$3,000 fee with application. An additional fee for staff hours may be charged if work exceeds 30 hours; BDR fee does not apply.

This fee applies to amendments that are initiated as a result of an easement violation or compliance issue or that are initiated by a landowner to clarify ambiguities or improve conditions for the landowner without imparting impermissible private benefit or inurement.

\$500 fee with application. This fee applies to amendments that seek to improve the conservation values of an existing easement, for example by adding acreage or reducing division and/or dwelling rights. These amendments should significantly improve the conservation values and protections thereof in order to qualify for this reduced fee.

Access or Utility Easements: \$1,000 fee with application. An additional fee for staff hours may be charged if work exceeds 30 hours. This fee shall apply to requests for administrative or legal work related to ROWs, access or utility easement through the open space easement. This does not include utility or access rights of ways that serve permitted buildings or activities on the property.

Ecosystem Service Request for review: \$1,000 fee with application. An additional fee for staff time may be charged if work exceeds 30 hours. This fee applies to requests for review and evaluation of ecosystem function projects for commercial purposes on easement properties including, but not limited to, stream bank restoration, wetland and stream mitigation, biological carbon sequestration, and biodiversity mitigation.

Oil and Gas drilling plan review: \$10,000 fee with application. An additional fee for staff time may be charged if work exceeds 40 hours.

Impact Review Fee for possible conversion or diversion of Open Space (Virginia Code Section 10.1-1704): **Applicable on January 1, 2017.** \$1,500 fee with application. Non-public agencies may request guidance from VOF in the form of interpretations of easements, policies, or similar

in the process of working towards a formal request. This fee would not apply to requests for records or documents within the possession of VOF.

Request for conversion or diversion of Open Space (Virginia Code Section 10.1-1704): \$5,000 fee with application for applicants other than state or local government or other public agency. An additional fee for staff time may be charged if work exceeds 30 hours.

Present Condition Report in conjunction with property sale: \$1,500 fee with application. An additional fee for staff hours may be charged if work exceeds 40 hours.

Boundary Line Adjustments: \$2,000 fee with application. An additional fee for staff hours may be charged if work exceeds 30 hours. This fee applies to boundary adjustments between two VOF easements, a boundary adjustment between a VOF easement and an adjacent property subject to an easement held by another governmental entity, and any other type of BLA that VOF is requested to review. The fee covers the review of documents and plats, as well as the deed of conveyance.

RESOLUTION**VIRGINIA OUTDOORS FOUNDATION (VOF) BOARD OF TRUSTEES
RESOLUTION TO SET VOF MEETING DATES FOR CALENDAR YEAR 2017**

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 29th day of September 2016, That the following dates are hereby adopted for VOF Board of Trustee meetings, including committee meetings in the calendar year 2017.

Meeting Type	Date
Full Board of Trustees	Thursday, February 9, 2017
Finance, Audit & Compliance Committee Mid-Year/Audit Review	Thursday, February 9, 2017
Energy & Infrastructure Committee	Thursday, March 30, 2017
Full Board of Trustees Policy & Easements	Thursday, March 30, 2017
Preservation Trust Fund Committee	Thursday, March 30, 2017
Finance, Audit & Compliance Committee Budget Preparation	Wednesday, April 19, 2017
*Finance, Audit & Compliance Committee Final Budget Review	Wednesday, May 24, 2017
Energy & Infrastructure Committee	Wednesday, June 7, 2017
Full Board of Trustees Policy/Easement Consideration	Thursday, June 22, 2017
Preservation Trust Fund Committee	Thursday, June, 22, 2017
Full Board of Trustees Policy/Easement Consideration	Thursday, September 28, 2017
Preservation Trust Fund Committee	Thursday, September 28, 2017

*denotes "If needed"

Adopted by a vote of 7 for and 0 against

ATTEST: Brett C. Glymph, Executive Director